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PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, JANUARY 10, 1995 AT 4:00 P.M.
IS HEREBY CANCELLED

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THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, JANUARY 24, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

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SAN FRANCISCO PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, JANUARY 24, 1995
3100 FERRY BUILDING
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - December 19, 1994 Minutes

3. **EXECUTIVE**

   A. Executive Director's Report

   B. Election of Port Commission Officers

   C. Request for authorization to study and develop a Port Disadvantaged Local Business Participation Program for Port projects including those arising from the Waterfront Plan. (Resolution No. 95-2)

4. **SPECIAL ITEM**

   A. Request for authorization to proceed with environmental review of the *Revised Draft Waterfront Land Use Plan ("Revised Draft Plan")*. (Resolution No. 95-1)

   (On July 26, 1994, the Waterfront Plan Advisory Board presented its recommended Draft Waterfront Land Use Plan (Recommended Draft Plan) to the Port Commission. From August to November 1994, Port staff reviewed the Recommended Draft Plan and, on November 4, 1994, published the *Revised Draft Plan* which includes specific staff-proposed revisions for Port Commission and public review. Since then, the Port Commission held two public hearings to receive public comments on and discuss the *Revised Draft Plan*. Additionally, the Waterfront Plan Advisory Board also held a public hearing on the *Revised Draft Plan*. Based on these public comments and additional written comments received on the *Revised Draft Plan*, the Port staff intends to recommend further proposed revisions to the Port Commission at the January 24th Port Commission meeting. A copy of these further revisions can be obtained at the Port of San Francisco, the Ferry Building, Suite 3100, or by calling the Waterfront Plan hotline at 274-0354 on or after Friday noon, January 20, 1995.

   At the January 24th Port Commission meeting, the Port Commission will review the *Revised Draft Plan*, including the proposed further revisions, before deciding whether to authorize staff to proceed with environmental review of the *Revised Draft Plan*. The environmental review process, which will take over a year, must be completed before the Port Commission or other decision-makers can take any action to adopt a final Waterfront Land Use Plan.)

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5. **TENANT & MARITIME SERVICES**

   A. Approval of Lease with the National Railroad Passenger Corporation ("AMTRAK") at World Trade Center Building, Suites 138-140. (Resolution No. 95-4)

   B. Approval of Lease with Breda Transportation, Inc. at Pier 80 Army Street Terminal. (Resolution No. 95-5)

   C. Approval of Lease with H & N Fish Company for Pier 45. (Resolution No. 95-6)

6. **FACILITIES & OPERATIONS**

   A. Request for acceptance of responsibility for management of a grant from Cal Boating and authorization to issue a Request for Proposals for architectural and engineering services for a public boat ramp, bait shop and cafe, and open space for Pier 52. (Resolution No. 95-7)

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Recommendation to Reject all bids received pursuant to the Mission Rock RFP issued on April 11, 1994 for the Mission Rock Resort Site at 817 Terry Francois Street. (Resolution No. 95-8)

   B. Authorization to accept the work on Contract 2597, "Fisherman's Wharf Area Sidewalk Improvements," and make final payment to Marinship/Ghilotti, a Joint Venture for a total contract amount of $176,435.00. (Resolution No. 95-9)

   C. Approving a Declaration of Emergency for replacement of the boiler in the building at 501 Army Street. (Resolution No. 95-10)

   D. Approval of a five year lease with Systems Solutions Group, Inc. at Pier 9 (Resolution No. 95-3)

10. **NEW BUSINESS**

11. **EXECUTIVE SESSION**

   A. CONFERENCE REGARDING LITIGATION MATTERS

   Kraal v. CCSF, Superior Court No. 944-722
   Messina v. CCSF, Superior Court No. 960-166

   The City Attorney's office is of the opinion that based on existing facts and circumstances, discussion of these matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9, Subdivision (a).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

12. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

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SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
JANUARY 24, 1995

1. **ROLL CALL**

The meeting was called to order by Commission President Cook at 4:07 p.m. The following Commissioners were present: Preston Cook, Anne Halsted, Frank O'Neill, Frankie Lee and Michael Hardeman.

2. **APPROVAL OF MINUTES -** December 19, 1994 Minutes

ACTION: Commissioner Halsted moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; minutes of the December 19, 1994 meeting were adopted.

3. **EXECUTIVE**

A. Executive Director's Report. Mr. Bouey reported:

1) That staff will continue its efforts to restore legislation that would allow foreign cruise lines calling between California ports to offer gambling activities in international waters specifically for ships . Senators Boxer and Feinstein have introduced the legislation that would correct this problem.

2) That the MOU with the Convention Facilities department to lease property for a marshaling yard for trucks that serve Moscone Center has been completed. The term of the lease is for five years; the rent is $.13 per square foot for approximately 5.3 acres and will pay the Port approximately $361,000 a year.

3) That the New Year's Eve Event, by all accounts, except one, was a success. Bill Graham Presents indicated that they did not make money on this event but attribute that to the fact that the event was put together on a very short notice. The event drew more than 8,200; it was well received; and we plan to continue this event next year.

4) That next year's budget will be presented at the next Commission meeting.

B. Election of Port Commission Officers

Commissioner Cook opened up nominations for the position of President of the Commission.

ACTION: Commissioner Hardeman nominated Preston Cook for President. Commissioner O'Neill seconded the nomination. All Commissioners were in favor. Commissioner Cook was elected President of the Commission for the second consecutive year.

Commissioner Cook opened up nominations for the position of Vice President of the Commission.

ACTION: Commissioner Halsted nominated Frankie Lee for Vice President. Commissioner Hardeman seconded the nomination. All Commissioners were in favor. Commissioner Lee was elected Vice President of the Commission.

C. Request for authorization to study and develop a Port Disadvantaged Local Business Participation Program for Port projects including those arising from the Waterfront Plan. (Resolution No. 95-2)

Mr. Bouey stated that among the issues facing the Port is its obligation to communities who live and work in San Francisco. Port staff requests that the Commission adopt a program that enables the various communities in San Francisco to participate more fully in Port business opportunities. This resolution, if passed, directs Port staff to conduct an investigation for the feasibility; and, if found feasible, to contract a program that would aid small disadvantaged businesses. The folllowing three elements are envisioned in the program: (1) it would allow for "set asides" for small disadvantaged businesses; (2) it would provide for preferences for small disadvantaged businesses; (3) under an amended resolution presented today, it would also allow a requirement for developers to maximize the participation of disadvantaged local businesses for certain construction improvements. Staff believes that it's good business to do business with all of San Francisco.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion

Mr. Charlie Walker stated that the City and County of San Francisco have totally decided to cut African Americans out insofar as retrofitting the City. He hopes that Mr. Lazarus, Mr. Cook and other members of the Commission will aid them. Mr. Lazarus and Mr. Cook have started in a direction that they appreciate while the City and County of San Francisco has looked the other way.

Commissioner Lee stated that this program is the first in the City and County of San Francisco and was initiated by the Executive Director, Dennis Bouey. This program is very new, very innovative and cautioned staff as there are legal issues that might be challenged at a later time. This will help all minorities, disadvantaged businesses, small businesses and all local businesses. He hoped that other agencies will follow suit. He also commended President Cook for his leadership and the rest of the Commission for supporting this resolution. He gave credit to community groups, the main driving force of which is the Coalition for Economic Equity. This means jobs to the community. Commissioner Lee also asked that lessees and concessionaires be included in the language contained in the 4th paragraph of the resolution. He also asked to include all other professional services such as architects and engineers in the construction of public improvements. Commissioner Lee asked that these changes be included in the resolution as well as in the minutes.

Commissioner O'Neill stated that this sets in process the minority representation plan for the Port of San Francisco.

ACTION: Commissioner O'Neill accepted Commissioner Lee's motion to amend the resolution. All Commissioners were in favor; the resolution was adopted, as amended.

4. SPECIAL ITEM

A. Request for authorization to proceed with environmental review of the *Revised Draft Waterfront Land Use Plan ("Revised Draft Plan").* (Resolution No. 95-1)

Mr. Bouey stated that this plan is the culmination of almost four years of work. The process for this plan is unique in that, traditionally, departments have put together their plans and then asked advisory boards for their opinion. In this case, an advisory board was formulated to develop a plan. They worked long and diligently and brought to the staff and the Commission a recommended plan on July 26, 1994. Subsequently, Port staff briefed individual Commissioners on the proposed plan. From August through October, Port staff comprehensively reviewed the Waterfront Plan Advisory Board's (WPAB) recommendations to determine whether they were consistent with the Port's needs and responsibilities. During that same period, Port staff (Diane Oshima and Anne Cook) also considered comments and provided briefings to Port staff, the Planning Commission, the Planning Department staff, the Mayor and his staff, individual advisory board members and members of the public.

After considering all these comments, Port staff drafted proposed revisions to the WPAB's recommendations and published them in the November 4 Revised Draft Plan. Staff attempted to adhere to the plan as much as possible and ultimately changed no goals but, after consultation with a subcommittee of the WPAB, added one with regard to affirmative action. Staff did make changes where there were operational and/or financial concerns. In some instances, they found that they couldn't go as far as the WPAB recommended, e.g., the reservation of certain maritime lands. On the other hand, there were instances where they went further than what was recommended by the WPAB, e.g., the mechanics to ensure a higher quality of development (urban design guidelines).

On November 21 and December 19, the Port Commission held public hearings on the proposed revisions in the draft plan. Additionally, the WPAB held another public hearing on January 12. At that hearing, members of the WPAB requested that Port staff reconsider some of their proposed revisions. Port staff reviewed the WPAB recommendations as well as other comments expressed by the public and determined that certain additional revisions should be considered by the Port Commission as part of the Revised Draft Plan. The following are the major changes to the November 4 Revised Draft Plan:

Chapter 2: Urban Design Guidelines

- The Urban Design Guidelines require the Port to develop a comprehensive set of guidelines which will ensure both sensitive and quality waterfront development. Several issues were raised regarding the scope and the process in developing these guidelines and they were discussed with the WPAB on January 12. Port staff suggested supporting the withdrawal of that recommendation. The WPAB recommends, with minor revisions, that our recommendations be retained in the draft plan.

- WPAB asked staff to work with the subcommittee and develop a separate goal to address affirmative action issue. We met with the subcommittee and developed a new goal and today this Commission has set in motion the wheels to achieve that goal.

Chapter 3: PortWalk

- There was some concern about the PortWalk language.

- Some members of the public suggested that we consider redefining the PortWalk to make it less grand so that it could be required for every development. We attempted to reach a compromise by clearly indicating where the grander PortWalk improvements are likely to occur at the same time indicating that continuous pedestrian access along the Embarcadero would also be retained.

Interim Use

- We have proposed revisions regarding recapturing property that is being used on an interim basis. We have also memorialized that the Port has eminent domain power to recover any lease and at the same time, included provisions to allow for the amortization of tenant improvements and to buy back those improvements.

Chapter 4: Fisherman's Wharf

- Members of the public and the WPAB expressed concern that some proposed revisions in the Revised Draft Plan could be viewed as stepping away from the Plan's strong commitment to the fishing industry. We agreed with the WPAB that revisions should be made to ensure that there is no confusion with regard to the Port's commitment to this industry.

- The Additional Proposed Revisions clearly reiterate the commitment to the fishing industry while also providing opportunities to other businesses and citizens in the area whose needs also should be addressed. Mr. Bouey noted that while Pier 45 is still under construction, today we have on the agenda a lease, if adopted by the Commission, will ensure that more than 50% of the Pier 45 fishing sheds will have been leased. With a number of significant Northern California seafood companies moving their operations to Fisherman's Wharf, it sends a clear message regarding the entire industry's confidence both in Fisherman's Wharf and with regard to the Port's efforts. Port staff has been meeting with the fishing industry for a number of months - Crab Boat Owner's Association, sport fishermen, Vietnamese Fishermen's group, fish processors and have come up with a list of projects which will greatly aid the fishing industry. Issues and projects that will be of immediate benefit to this community include providing less expensive ice and fuel, a floating dock where quick repairs can be made, berth repairs, dredging fish alley, public hoist, etc. He believes that there is no confusion to the fishing industry that we remain committed to them.

Chapter 4: South Beach/China Basin

- The most challenging issue was that of the ballpark. At the last WPAB meeting, there was a vote, which was somewhat confusing, regarding the ballpark issue.

Staff has done its best to include language that most clearly and accurately reflects what we believe happened at that meeting. A motion was made to retain the ballpark as a deleted use if it seated more than 22,000 patrons provided; however, it should be asterisked and noted that it was a position taken by the WPAB in June and that the WPAB had not had the opportunity to look at the proposal now being floated by the San Francisco Giants, Catellus and others. With that, the WPAB also agreed that language be inserted into the plan to indicate the position they took in June but they also agreed that the Port's language in the revised plan should be retained. In short, the new concept was not reviewed and they agreed it should be. If the Port Commission finds that it has merit, then it should be submitted to the voters of San Francisco to determine whether they want a ballpark at this location. A ballpark would not be included in this plan until such a vote took place. To be clear and equally fair, let there be no mistake that this language opens the opportunity to have a ballpark at Pier 46.

Southern Waterfront

- The WPAB, at its meeting in January, recommended that the Western Pacific site be retained for maritime use and also reversed itself from its previous recommendation and now recommends that the Cargo Way site also be reserved exclusively for maritime. Staff believes that these two sites are not required to be reserved exclusively for maritime in light of the container shipping industry trends. San Francisco's competitive disadvantages and the amount of expansion area that still will be retained are more than adequate to address future business needs. The number of acres now available for maritime between Piers 48 & 96 is in the neighborhood of 350 acres. We are asking that ten of those 350 acres be surplus for other uses; as well, an additional 30 acres which the Port presently doesn't own.

Commercial Development

- Other comments received from members of the public suggest that new commercial development is unnecessary if the Port abandons the cargo business. First, no time has the Port of San Francisco indicated that it will get out of the cargo business. We have said that we may have to find a niche other than the container business. Additionally, such comments do not take into account the money that is needed for other maritime operations such as fishing, recreational boating, ships repair, cruise terminal, historic ships, etc. As the Commission might remember, the Port has provided substantial subsidies to the ship repair industry in an effort to retain those jobs. As well, we are working on several projects to support and assist the fishing industry.

- Even the WPAB has expressed the notion that the plan is not expected to reap huge financial reserves. The WPAB's Financial Subcommittee concluded that the Plan would only break even -- and that analysis assumed that the development of new container shipping facilities would only be pursued if the Port was able to ensure that they would be covered by new shipping business.

- Port also received other comments regarding the scope and process of the plan from Redevelopment Agency concerning hotels on Pier 40. Staff, after reviewing their analysis, has determined that our prior decision was correct and we do not recommend any hotels on piers. With regard to the street artist issue, we believe this is an issue that needs to be addressed but it is an operational issue and not a land use issue and we will address that issue as soon as possible.

- Port will also continue to arrange meetings with representatives of organizations such as San Francisco Tomorrow and Save The Bay to ensure that all the concerns of all citizens are addressed as we continue the EIR process.

Required Action:

- Staff is requesting that the Commission authorize staff to proceed with the environmental review of the Revised Draft Plan. The Commission may adopt the plan as it is or make any changes they desire. Once the Commission has authorized the environmental review, the Port's graphics consultant will help the Port publish the document in a graphically finished form, with new and improved maps, illustrations and other graphics to enhance public understanding of the Revised Draft Plan. Further non substantive editing corrections may also be made.

Mr. Bouey reiterated that this is not the Final Plan. The Commission cannot adopt a final Waterfront Land Use Plan until after the Environmental Impact Report (EIR) is completed for the project. We expect the EIR to be completed about mid 1996. While the EIR is being prepared, Port staff will continue to work very closely with City Planning and BCDC staff over the next year to prepare proposed revisions to relevant planning documents to ensure consistency.

The following are the public comments

Nunzio Alioto, Alioto Fish Corporation:

- Although the plan seems aggressive in terms of its commercial retail outlook, he hopes that the Commission will consider some type of language that will control the amount of commercial retail use, i.e., business, in general, since the earthquake has not increased. His concern is that staff could widely go crazy with more retail use.

- When and if the economic situation arises where there is a continuity in business and grosses, it would be at that time there should be some type of formula for allowing commercial retail. It would be sad to see two or three Pier 39's developed when only one is in demand.

- Hopes some type of language would be initiated to protect the people who have been paying the tab for so many years.

- He believes that the advisory board should maintain long-term tenants who have been active in business and doing business with the Port.

- With regard to Chapter 4, page 12, paragraph two, he believes that restaurants and bars should not be a priority and they should be footnotes or not at all.

- Regarding Chapter 4, page 2, paragraph one, he believes that we should add businesses and citizens in the immediate area to follow the fishing industry.

- Regarding Chapter 4, page 13, paragraph four, he recommends better language to allow for historic ships and ceremonial berthing for an ever-changing display of historic or ceremonial ships to draw residents to the waterfront area.

- Until such time that this waterfront land use plan is adopted, the Commission should have a policy that directs staff not to use this document in any way that may affect existing businesses from development.

Francine Carter, Board of Directors for Morgan Heights Homeowners Association

- They are overwhelmed with hazardous waste in Bayview Hunter's Point. They have two existing power plants along with sewage, raw materials, and auto dismantling companies. He asked the Commission to not allow them to inhale another ounce of toxic waste. For the Commission to consider a cogeneration power plant in Bayview Hunter's Point is ludicrous. He suggested looking at commercial or maritime activities in that community. Give them jobs that they will be proud of, not a cogeneration power plant that will destroy them.

Wendy Brummer-Kochner, Innes Avenue Coalition

- The Innes Avenue Coalition is against building of this cogeneration plant.

Imogene Hubbard, Innes Avenue Coalition

- With regard to the cogeneration plan, would like to see a 60-day study made of alternatives available for Pier 92, either maritime or non-maritime use. They understand that a soil analysis was made at Pier 92 but has not been made available to the public. Before any use permit is issued, would like to have that analysis made public.

Jane Morrison

- She urged Commission to add the phrase under Page II-7, "including good-faith efforts to hire San Francisco residents." This was based on the wording of a City ordinance, passed unanimously by the Board of Supervisors and signed by Mayor Jordan on August 4, 1994. Let's record our goal of providing jobs for the San Francisco residents.

- The plan, especially with the recent revisions by the Port staff, has many loopholes to permit extensive development.

- It would be unfortunate if the Port Commission treats the waterfront as just a piece of real estate to be developed to the maximum extent with commercial activities that don't need to be on the water.

- Hotels, office buildings, shopping malls, night clubs, movie theaters and the like would block waterfront vistas and compete with already established business in the City.

- A massive sports facility on the Bay would block access to the water and create intolerable wind and traffic congestion in a new residential area.

- Must keep the waterfront vistas open to the public, protect the Bay from additional fill, maintain the 40-foot height limit and increase use of the water through more ferry boats, water taxis, cruise ships and harbor tour and party boats.

Bob Tibbits, Telegraph Hill Dwellers

- The proposed ballpark arena entertainment complex in China Basin being advanced by S.F. Giants, Catellus and management of Cow Palace will be partly situated in China Basin mixed-use opportunity area identified in the draft waterfront land use plan. Both Pier 46B and CalTrans property next to it that comprises this opportunity area are located in the 40-foot height limit district in the zoning map of San Francisco. They understand plans for the proposed complex envision a structure of 12-15 stories which would require spot zoning exception from this height limit and voter mandate under Prop K which limits development heights next to public open space.

- The WPAB has now concluded an in-depth and broad base development plan that would hopefully reunite the City to 7.5 miles of public thrust shoreline property under the jurisdiction of the Port Commission. High rise view blocking mixed use complexes along the waterfront such as stadium or theater cannot be possibly construed as increasing public access to the quiet enjoyment of our shoreline. It would be in contradiction not only to the WPAB land use plan of 1995 but also to the provisions of the McAteer Petris Act of 1987.

- Telegraph Hill Dwellers (THD) has steadfastly opposed new developments along the North Beach waterfront that would violate the long standing 40 foot height limit. THD will continue its opposition to new waterfront projects more than 40 feet high that may be proposed for the Broadway pier or the Bay Street pier mixed use opportunity areas in the land use plan. He conveyed his Board of Directors strong opposition to development proposals of any kind in China Basin or any other opportunity areas except the Ferry Building that exceed the 40-foot limit described in the zoning map.

Espanola Jackson, District 7 Demo Club

- Made it clear that when the cogeneration staff came two years ago, there were a lot of meetings held. At that time the only place that they were discussing was on Cargo Way and no one was opposed to it. When Innes Street was included in the report as a possible site for the cogeneration plant, everyone was opposed to it.

- There is a lot of work to be done at the Bayview Hunter's Point.

Charlie Walker, Bayview Hunter's Point Building Exchange

- Doesn't want the cogeneration plant on Innes Avenue. It's ok to put it on Cargo Way because he has a commitment from San Francisco Energy that 75% of the work is to be done by African Americans.

- Thanked Mr. Cook and the Commission for passing the affirmative action goal.

- Asked to look carefully at PG&E and build a clean plant there. Divert traffic at Third Street as every time there is a ball game, a car emits more toxic waste than a plant would.

Jack Bair, San Francisco Giants

- Concurred with some of the comments made by Mr. Walker with regard to the environmental exhaust with cars going to Candlestick. This is one of the reasons they are proposing a ballpark in the downtown area because it would be on public transit access lines.

- Whether to build a ballpark in downtown San Francisco has been an issue of public concern. He feels it appropriate that the voters of San Francisco decide this issue after they are presented with a plan.

- Although the language is not ideal as adopted by the WPAB, it is acceptable to them and asked for their support.

Man Cheung, fan of the Giants and a citizen of San Francisco

- The new stadium could create jobs, before, during and after the ballpark.

- Doesn't see any problem with regard to traffic as this proposed ballpark will be in walking distance for people who work in the City.

- This is a quality development at the waterfront. It will have modern sports facilities and entertainment facilities that people can be proud of.

Greg Sempadian, fan of the Giants and a San Francisco resident

- Thinks that building a ballpark and entertainment complex in the downtown area is one of the more important things to the citizens of San Francisco.

- The San Francisco Giants are a team that could bring millions of dollars of revenues to the downtown area and to the entire City of San Francisco. He feels that the people of San Francisco should decide if a new stadium should be built in the waterfront area.

- With regard to traffic problems, if people can come to work in the morning on a ferry, Bart, CalTrans, they can come to the ballpark with the same means of transportation and will not add traffic to the area.

- It will generate millions of dollars to stores and restaurants in San Francisco.

Maria Jacinto, South San Francisco Resident and a Giants fan

- She supports the ballpark on the waterfront because of its location to the CalTrain station.

- It would be economically beneficial to the City as the fans will be patronizing the restaurants.

David Spencer, a Giants Fan

- For people with disabilities the difference between going to the game or not is accessibility it provides. This site is perfect because of Muni, Bart and CalTrains. So many people now who aren't going to the games will have an opportunity to go if the ballpark were built in the downtown area.

Bob Rose, a Giants Fan

- He's in support of the ballpark in the waterfront area and in support of giving the voters of San Francisco the opportunity to decide for the City and County of San Francisco.

- If you study all of the ballparks, every one of them has generated hundreds of millions dollars, not only from the standpoint of new jobs but as it relates to tax revenues from new businesses.

Peter Moylan

- He called attention to the January 20 memo from the Executive Director to the Commission. He took exception to the way the description of the WPAB's vote on putting the ballpark back on the unacceptable list. The WPAB wanted to maintain the position that a ballpark, regardless of any factors, is unacceptable at China Basin. He delivered a message from Arthur Bruzzone that he accepts the language but also agrees with his point. The amendment was voted on and accepted. Those who wanted a stronger opinion of opposing the ballpark at China Basin voted against their motion because they did not want the weakening of the amendment.

- He voted both the amendment and the motion to put the ballpark back on the unacceptable list. There is substantial support for maintaining the ballpark on the acceptable list and it will ultimately go to the voters.

Nancy Douglas, San Francisco resident

- Would enjoy attending more games if the ballpark is in the downtown area. A ballpark in the downtown area with easy access to public transportation would greatly enhance it and would be a great economic opportunity for San Francisco.

Reggie Younger

- A ballpark would be good for the City based on transportation, based on state of the art ballpark entertainment. Hopes that this issue passes especially with the economic growth and creation of jobs for the City of San Francisco.

Joel Ventresca, San Francisco Tomorrow

- The Waterfront Land Use Plan is inconsistent with the mandate of Proposition H. This plan while ignoring the essential principal of Prop H opens up the waterfront for non-maritime, office, hotel, and retail commercial development while undermining maritime and water-dependent enterprises. This anti maritime deceptive plan abandons a maritime future for San Francisco. It includes no strategic plan for the maritime industry. This plan will displace maritime land uses from piers, allow non-maritime interim land uses which will in effect be permanent non-maritime uses for years in areas reserved for maritime uses. It will shrink by more than 40 acres the properties reserved for maritime expansion on the southern waterfront. It opens the waterfront to a wide range of commercial activities that have nothing to do with maritime or water-dependent industries. It will encourage more Pier 39-type developments. In its text and glossary section, it allows broad definitions of uses which could be modified at will.

- Power Plant - should be prohibited by this plan. Power plants should be on the unacceptable non-maritime use list on Part 3, page 29 and all other references to a power plant such as Part 4, page 68. The word power plants in Appendix C page 5 should be removed from this document. Encouraging a third PG&E related power plant to be built on the southern waterfront will perpetuate a practice and a pattern of environmental racism and will create a significant health risk in the community.

- Stadium: to open the door again to a publicly subsidized downtown baseball stadium is bad public policy, in light of the fact that the voters rejected this idea in 1989. A stadium at or near the waterfront would create an environmental and financial nightmare. The WPAB, after three years, voted to kill the idea. Port staff in November slipped the language related to the stadium into the plan. If it stays in, public funds will be used to study a stadium in the environmental impact report. Developers of large scale like a stadium should have their own environmental analysis completed without taxpayers funds being involved. All of the language related to the stadium should be removed from the plan.

- The Planning Department's memorandum sent to the Port correctly pointed out that the Waterfront Land Use plan does not provide any quantitative data on the land use distribution. The Planning Department added that it is difficult to evaluate the plan because important data in quantitative analysis or other references to documents which contain such data are missing. There is no indication of how many acres of land the plan covers, how the land is presently used by general land use categories and what changes, by land use categories, is proposed in difference subareas and the entire plan area.

- Not one of the ten positions that SFT suggested was included in the plan.

- There have been numerous violations of Prop H, i.e., the text of Prop H said that within 180 days of the effective date of this ordinance the City and County will amend its master plan planning codes and other relevant codes in a manner consistent with Prop H. To his knowledge, it has not occurred and should have occurred.

- The Waterfront Plan sends out a clear signal to the maritime industry that they are not welcome at the Port of San Francisco. The plan mocks what was intended by Prop H.

Peter Brown, The Anchorage

- The fishing industry land is sacred. It has received unanimous and an equivocal support for the fishing industry from Port tenants, Fisherman's Wharf property owners and their tenants, city officials, state officials, etc. Suggested not to attempt to displace the historic fishing industry property that includes all of Pier 45, the balance of Pier 47 and all of fish alley and Hyde Street Pier.

Rev. Dr. George Davis, Executive Director of Hunter's Point Multi-Purpose Senior Center

- He enumerated the reasons why he supports the energy plant at Bayview Hunter's Point.

Shirley Jones, Young Community Developer

- Energy Plant: They have been meeting on this issue for the last two years. She supports the plant on Cargo Way as she understands that there will be construction jobs for the community as well as jobs after the construction. They are in the process of training residents to take a part of or to be able to operate a plant. They are also in the process of negotiating an MOU with San Francisco Energy to have a commitment to the community.

- Ballpark: Personally, would like to have the stadium moved as it causes a lot of pollution at her residential area. Her main concern is what's going to happen to Bayview Hunter's Point if the stadium is moved to the downtown area. She asked the Commission to consider the issues that she and her neighborhood expressed and pass the cogeneration plant project.

James Richards, Aboriginal Blackman Unlimited

- Totally supports the building of the cogeneration plant because jobs and training are needed for the community.

Arthur Bruzzone

- On behalf of the WPAB, thanked the Commission for the opportunity to serve on the board.

- He authored Jane Morrison's amendment to the motion regarding the ballpark. The land does not belong to the Port or to the state, it belongs to the people of San Francisco and they should decide this last remaining issue regarding the ballpark.

Louise Bea, Giants fan

- Pointed out that in 1989, Prop P lost by 1800 votes. It is not the place of the Port to disenfranchise the voters of San Francisco by not allowing them to vote on the ballpark issue.

Andrew Gordon, Giants fan

- Believes that a ballpark on the Port would be of beneficial use. Responded to one of the speakers question who wondered what would happen to Candlestick if the Giants left. The Candlestick could be improved, could be football-only facility, host Super Bowl and generate more revenue for the City.

- Since the language is confusing, he proposed the language that sports facility of seating capacity greater than 22,000 as an unacceptable use be stricken from the report. It's clear there is a great deal of support for such a ballpark in San Francisco. With the footnote, it gives a confusing message. He suggested indicating that the Port Commission concurs with the Advisory Board's acknowledgment that the appropriateness of the site is a matter to be decided by the voters. He further proposed that additional language be added to the effect that the Port Commission, however, disagrees with the Advisory Board's premature conclusion that a sporting facility in excess of 22,000 is an unacceptable use.

- Urged the Commission to think of how a ballpark on Port lands could be a model for other cities.

Larry Chew, Executive Director of Oceanview, Merced, Ingleside Community Assn.

- He and many of the residents of his community are in support of the cogeneration plant, a safe plant that is better than what is there now. They support the positive aspect of a plant if found to be good for the community.

- He's concern about Giants moving out of Candlestick but understands that things change. The people of San Francisco should share in the entertainment development in the City.

John Hines, Aboriginals Blackman Unlimited

- One of their main functions is to secure and maintain a safe environment of their community especially for the youths. They support the cogeneration plant because of the emissions that are given off by PG&E will be reduced. Also, there are many groups within the community that are in support of the cogeneration plant.

Bob Miller, Crab Boat Owners Association

- He and his association are concern and interested on what happens in terms of the Land Use Plan.

- With regard to the land use of Fisherman's Wharf (Pier 45, Pier 57 and the alley), they appreciate the attitude that the merchants and the landowners have toward the fishing industry. Also, in the last couple of years, they found that there is a very refreshing, warm and welcome attitude. They have a genuine feeling that Commission and staff care about the fishing industry. Mr. Bouey instituted a program of meeting and learning from them. They appreciate the opportunity to give some input.

- They are concerned with the enhancement of the fishing industry. They are, however, in favor of the seafood institute and seafood planning at Pier 45.

- Concerned about the possibility of other uses being inserted into Pier 45, specifically, on section 4, page 3. They are concerned about the idea of having other visitor serving uses on Pier 45 as they need all of Pier 45 and more as the fishing industry continues to improve. He proposed a change in the language such as " . . . other fishing industry related uses to be located in Sheds A and C."

Commissioner Halsted commented that in the latest revision the word "visitor serving" was deleted. Mr. Bouey concurred that the language was indeed changed along the lines that Mr. Miller suggested.

Nan Roth, Waterfront Plan Advisory Board and Fisherman's Wharf Citizens Advisory Committee

- The most important objective is to protect the soul of the Fisherman's Wharf, which is the fishing industry. The historic fish alley is a very important and highly visible element of that experience. Feels valiantly to protect the integrity of the area by not allowing other "visitor serving" uses in that area. Fish alley has to be protected and improved to help the fishermen and it should be made an extension of the new Hyde Street Harbor and include facilities for supporting businesses to the fishermen.

- The second most important element of the plan is the triangle and Pier 43 ½ . The triangle is the heart and the critical center for fisherman's Wharf activities and public events. Pier 43 ½ is the last remaining view corridor from Jefferson Street to the bay. The language in the plan is clear of not wanting to encumber this view corridor with any new structures or vessels. Would like to see the Fisherman's Wharf plan approved by the fisherman's wharf community and incorporated in the Waterfront Plan.

- Ballpark: Some people tonight suggested that the WPAB did not know what it was doing when it voted for the ballpark. Each member felt comfortable and secure in knowing what they were doing. They have differing reasons for voting the way they did but have given it a great deal of thought. Felt that the current proposal should be decided by the voters.

Vivian Wiley

- Does not oppose the cogeneration plant, only opposes it going into two sites: Innes site and Pier 92 Cargo Way. She opposes it as it will be built on fill land and believed that there will only be 18-20 jobs available and some people are not qualified for those jobs.

- Ballpark at Candlestick: There could be quite a few improvements which would make the ballpark feasible. Bring more transportation to make it accessible for people and perhaps do a feasibility study.

Denise McCarthy, Waterfront Advisory Board Member

- The Commission can make any changes to the plan but requested that if they make changes, the plan can no longer be referred to as the advisory committee's plan.

John Bardis

- He had raised some issues with the Planning Department and thought it would be communicated with the Port. However, in reading the plan, his comments were not included. This plan addresses a wide range of issues which involve economic development, stadiums, commercial uses, etc. which goes beyond maritime. The

Commission is the sole authority under the City Charter for putting together the City Master Plan. This is a part of the Master Plan. Insofar as the Commission is considering a broader scope than a purely maritime use, the Commission has exceeded that authority and trespass upon the Planning Commission's authority. He stated that quite obviously the Port Commission or staff does not have the confidence to deal with the overall economic development requirements of the City and what should be done in terms of alternative uses commercial or otherwise that goes beyond the maritime uses.

Bruce Livingston, California Director of Clean Water Action

- He mentioned some of the air quality issues. Wanted to make it clear that power plants do have immediate local impacts of air emissions. They do not have monitoring stations and never had in this southeast neighborhood that can adequately monitor the ozone problems. Thinks that moving ahead with the lease is foolhardy because the environmental impacts have not been properly looked at. It could possibly be a fatal flaw in environmental impact review of the Port Commission's plan. There has never been a promise to fully decommission the PG&E power plants. He suggested that the proper thing to do under Prop H is slow the process down and look at all the impacts. He thinks that in a year and a half, when the EIR is done, when you can look at the environmental impacts and get full promise from PG&E to decommission the other plants, then possibly it will be cleaner. In the interim, if the Commission decides to proceed with the lease process, he suggested that this item be fully publicly published and a chance for public review.

Anthony Bryant, Resident of Bayview Hunter's Point

- He is in favor of the new plant coming into Bayview Hunter's Point and looks forward to the opportunity of working and operating the facility.

Al Norman, Businessman at Bayview Hunter's Point

- Supports the power plant at Bayview Hunter's Point.

There being no other speakers on this issue, Commissioner Cook thanked everyone for coming to voice their opinions. Commissioner Halsted expressed her appreciation to the WPAB for their efforts on the plan and for the public who took the time to express their views. She stated that one of the more controversial issue remains the ballpark. That controversy will likely be voted on by the public in the future, whether the Commission considers it acceptable or unacceptable. She personally believes that the ballpark issue will probably fail. Commissioner Halsted reiterated that the Commission is not the final word on this matter.

Commissioner Halsted wanted to ensure that any uses at Sheds "A" and "C" are compatible with the fishing industry. Mr. Bouey commented that these sheds were never used in support of the fishing industry as Sheds "B" and "D" were. He stated that staff is still working on the concept of a fishery or seafood center in that area. Commissioner Halsted requested a motion to define compatible as compatible with the fishing industry at Pier 45. Commissioner Cook was concerned about the intent of "fishing compatibility" and what that means. He's concerned about having language that is too restrictive that may prohibit any use whatever for those sheds. There may not be, in the future, a need for a fishing institute, fishing center, etc. To clarify, Commissioner O'Neill read an excerpt in section 4 of the plan.

Discussion ensued concerning the "compatible" uses at Sheds "A" and "C." Commissioner Cook and Mr. Bouey concurred to strike the word "compatible" and replace with, " . . . shall not interfere with any fishing activities on the other sheds." Anne Cook stated that in drafting the language, what was intended was the broad interpretation of compatible that it could be some use that was non-fishing related as long as it did not interfere with the primary use of the fishing industry in the other two sheds.

Commissioner Halsted amended her motion to change the language to say " . . . other uses compatible with fishing industry activities in Sheds B and D may be located in Sheds A and C . . . " Commissioner Lee seconded the motion. All Commissioners were in favor.

Michael Gallette stated that when this came up with the Advisory Board, one of the things he addressed was no one has given more support to the fishing industry than the Fisherman's Wharf Port tenants and the Wharf Association is concerned that the language wasn't so restrictive that they couldn't continue to do Festa Italiana, 4th of July or other worthwhile events at Pier 45.

Mr. Bouey clarified that the issue raised by Commissioner Halsted is not talking about temporary incompatibility or temporary interference. For example, 4th of July has no relationship to the fishing industry but it serves the area well. What we are discussing are long-term uses that would be incompatible to the fishing industry located in Sheds B & D.

Commissioner Hardeman commented that looking around the room and seeing familiar faces and friends and all the diverse opinions are great. Sometimes we do get slowed down, e.g., the Kezar Stadium. When the proposal was to move the 49ers to the Candlestick, it took a lot of years and meetings. Now the Kezar Stadium is fantastic. Our Moscone Center took 15 years to build. He agrees with Commissioner Halsted that the votes are here for a ballpark but it's not our style to do things that way. If there's a vote now, he would certainly vote in favor of a ballpark, just like voting in favor of a library, etc. He thinks that San Francisco would have had a ballpark if it weren't for the earthquake. He will vote for a ballpark as he thinks it's a good spot. Every Commissioner and Port staff supports 100% maritime use on every square inch of the waterfront of all our property if it was practical but it's not something that's going to happen. We support the fishing industry. We have to be practical and will be supporting the ballpark at some point. He thanked everyone on the WPAB.

Commissioner O'Neill echoed Commissioner Hardeman's comments and thanked the WPAB for their hard work. He reiterated that the Commission is in favor of maritime and in favor of San Francisco.

Commissioner Halsted reiterated that the Commission is not finalizing a plan. It is moving onto environmental review. It will come back to the Commission next year for finalization before it moves onto another commission. This is not a done deal.

Commissioner Cook stated that he was pleased with all the work that has been done in the last four years. What the Commission is adopting reflects, for the most part, what the

Advisory Committee deliberated upon all those years. It is a process that is just beginning. There's a lot of work that has to be done yet. Hopes that everyone who played a role to this date will continue to play a role in the future of the Port. Thanked them for their participation. Thanked the Commissioners for their hard work during the last six months in reviewing and making comments and suggestions on the plan.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

Commissioner Cook then asked for a 10-minute break.

5. TENANT & MARITIME SERVICES

A. Approval of Lease with the National Railroad Passenger Corporation ("AMTRAK") at World Trade Center Building, Suites 138-140. (Resolution No. 95-4). This item is to be continued at the next meeting.

B. Approval of Lease with Breda Transportation, Inc. at Pier 80 Army Street Terminal. (Resolution No. 95-5)

Mr. Bouey stated that Breda Corporation will be assembling light train vehicles for the Muni Railway of San Francisco. They are leasing about 80,000 square feet at Shed D at Pier 80 for that purpose. It's a four-year lease, commencing February 1, 1995. However, the tenant may terminate any time after the first two years after giving 180 days prior written notice. The Port may terminate at any time upon 12 months prior notice. The net effective rent for the facility is $.20 a month, lower than the Commission's stated parameters. However, the tenant will provide more than $200,000 worth of improvements for the facility. If Breda should leave after two years, the $200,000 combined with the net effective rent would raise it far in excess of the parameters. If they stay the entire four years, the $200,000 will bring the net effective rent barely within the parameters. In addition to the $200,000 worth of improvements, Breda will also make other improvements that benefit their use of the facility.

In response to Commissioner O'Neill's inquiry on how many jobs are involved, a Breda representative responded that they expect to produce 30 jobs locally.

Commissioner Cook inquired how Sheds A and B are used. Mr. Fred White replied that Shed A has the School District and a couple of potential uses. Breda will be using approximately more than half of Shed D and Shed B does not exist.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Approval of Lease with H & N Fish Company for Pier 45. (Resolution No. 95-6)

Mr. Bouey stated that H&N Fish Company is one of premier fish processing companies in Northern California. With H&N we are now 50% leased at Sheds B and D. The only reason this item is before the Commission is if lease exceeds ten years or has the potential to exceed $1 million in revenue it must go to the Board of Supervisors. If the cost of living were to exceed 3 percent per year over the next ten years then the value of this lease is in excess of $1 million.

Commissioner Cook stated that anyone can walk out to the apron. He wondered if there will be any security or other precautions once the shed is fully operational. Mr. Bouey responded that staff will investigate what extent we need security. We do have a roving patrol as well as a wharf master in the area. Commissioner Cook wanted to ensure that we minimize any potential problems.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

A. Request for acceptance of responsibility for management of a grant from Cal Boating and authorization to issue a Request for Proposals for architectural and engineering services for a public boat ramp, bait shop and cafe, and open space for Pier 52. (Resolution No. 95-7)

Mr. Bouey stated that this proposal deals with two issues: first, we actually have to accept the grant; second, request for Commission to approve that staff issue an RFP to do the architectural and engineering services for the boating ramp as well as the bait shop and cafe.

ACTION: Commissioner Halsted moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Recommendation to Reject all bids received pursuant to the Mission Rock RFP issued on April 11, 1994 for the Mission Rock Resort Site at 817 Terry Francois Street. (Resolution No. 95-8)

Mr. Bouey stated that the Commission authorized staff to issue an RFP for a restaurant/marina operator at Mission Rock Resort. There are a number of constraints with regard to the property. After issuing the RFP and evaluating the results of a pre-bid proposal meeting, the Commission amended the RFP. Unfortunately, staff received only four proposals. One of the proposals was rejected because it was submitted late; another was subsequently withdrawn by the proposer; leaving two proposals. Staff, after investigating the proposals, has found that they lack the necessary strength which would allow staff to recommend one to the Commission. If the Port Commission should sustain this resolution, staff will return to those people who took out the bid document but never submitted a proposal to find out why they did not respond.

Brian Molony, Applicant for Mission Rock (General Contractor) stated that he contacted the Port regarding Mission Rock seven years ago. In 1987-1992, he called and kept abreast of what was going on at Mission Rock. In 1992, Diane Artz was appointed to oversee the Mission Rock project. In June 1994, a proposed package was presented. Their firm complied with every aspect of the package. They discovered there were only four final applicants and were not informed that one was withdrawn. After various phone calls, they received a letter stating that they were rejected because of lack of competition, not because of strength. They have a comprehensive plan for the Mission Rock and have spent a lot of money over the last few years developing this plan. They consider this situation to be unfair as they have done everything they were asked to do. When he brought in the financial statements to Ms. Artz, the decision had been made to have all the bids rejected. He asked the Commission to not allow this item be re-bid without meeting with them and looking at what they have to offer as they have abided by all the rules. He claimed that they have not been treated properly.

Eileen Long, Mission Rock Applicant (Accountant) opposed the rejection of all bids for Mission Rock. She feels that their firm is qualified and has the strength to take over the lease at Mission Rock.

Eugene Power, Mission Rock Applicant (Chef) stated that they have spent a lot of effort, time and money over the years on this project and hope that they are successful in this bid. Strongly opposes the recommendation to reject all bids.

Toni Morgan, Mission Rock Applicant (Office Manager) feels that she could bring a fresh and young outlook for Mission Rock.

Marcel Conrad, Attorney for the Joint Venture read an article in the newspaper concerning the Mission Rock. He believes that the proposal presented will bring in revenue for the Port Commission. He stated that there's been a 7-year process with his clients and that was terminated without notice last Friday. His clients were not offered any reason (until a few minutes ago) why staff is recommending rejection of their proposal. This firm is prepared to bring to this project and to the City of San Francisco an improved facility. He requested Commission to ask staff to enter into negotiations to finalize agreements with this firm. They feel to do otherwise would be unfair to them and it would delay needed improvements at Mission Rock. His clients are prepared to issue a performance bond to the Port to guarantee performance. He requested that staff's recommendation be denied and that the Commission asks staff to negotiate with Mr. Molony.

Stephen Antonaros, Mission Rock Applicant (Architect) emphasized the firm's degree of passion and interest in the site. Their work has been extensive and Commission should consider negotiating directly with them and not reject all bids.

Commissioner Cook clarified that his records indicate that this has only been a 6-7 month process. Telephone calls do not account for seven years of process. Mr. Antonaros stated Mr. Molony has been in contact with staff for seven years. Commissioner Cook recommended holding off this item for two weeks.

Mr. Rob Maerz, City Attorney's office, clarified that if the Commission elects to not reject all bids, the procedure that would follow as defined in the RFP is to have a formal selection panel convened for the scoring of the two proposals. Commissioner Cook asked how long the process would take. Mr. Bouey stated that the process would probably take four to six weeks. Mr. Maerz stated that the firm is concerned that their proposal is now public and has been disclosed. The proposals are not public records until such time that the Commission awards the lease to one of the proposers. Mr. Conrad commented that their proposal was sent to a third party for evaluation. Mr. White stated that his staff considered having Mr. Falchi of the Waterfront Restaurant review the business plan from income and expense operation only. Mr. Falchi was asked if he was interested in assisting Port staff. Mr. Molony was consulted if he would approve releasing that information to Mr. Falchi and after a period of time said it was acceptable. However, staff did not proceed with that process and did not disclose any information as they were to recommend the rejection of all bids.

Commissioner Cook suggested a motion to reject staff's recommendation to reject all bids and continue with the RFP process with the two bidders. He stated that thirty days should be sufficient time to evaluate the process and if that does not work, staff to start the RFP process over again.

ACTION: Commissioner Halsted moved approval to put this item over; Commissioner O'Neill seconded the motion. All Commissioners were in favor.

B. Authorization to accept the work on Contract 2597, "Fisherman's Wharf Area Sidewalk Improvements," and make final payment to Marinship/Ghilotti, a Joint Venture for a total contract amount of $176,435.00. (Resolution No. 95-9)

C. Approving a Declaration of Emergency for replacement of the boiler in the building at 501 Army Street. (Resolution No. 95-10)

D. Approval of a five-year lease with Systems Solutions Group, Inc. at Pier 9 (Resolution No. 95-3)

ACTION: Commissioner Hardeman moved approval for Items 9B, 9C and 9D; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolutions for Items 9B, 9C, and 9D were adopted.

10. NEW BUSINESS

Commissioner Hardeman stated that it would be appropriate for this Commission to have the Executive Director draft a letter of sympathy to Eddie DeBartolo, Jr. for the loss of his father and adjourned the meeting in memory of Mr. DeBartolo Sr.

11. EXECUTIVE SESSION

At 8:15 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to an executive session to discuss the following matters:

A. CONFERENCE REGARDING LITIGATION MATTERS

Kraal v. CCSF, Superior Court No. 944-722
Messina v. CCSF, Superior Court No. 960-166

The City Attorney's office is of the opinion that based on existing facts and circumstances, discussion of these matters in an open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9, Subdivision (a).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in an open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

ACTION: Commissioners Cook, Halsted, O'Neill, Lee and Hardeman returned from an executive session and convened in a public session at 9:02 p.m. Commissioner Halsted moved approval to not disclose any information discussed in the executive session. Commissioner Hardeman seconded the motion. All Commissioners were in favor.

Meeting was adjourned at 9:05 p.m.

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REGULAR MEETING
4:00 P.M., TUESDAY, FEBRUARY 14, 1995
3100 FERRY BUILDING
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES -** January 24, 1995 Minutes

3. **EXECUTIVE**

   A. Executive Director's Report

4. **TENANT & MARITIME SERVICES**

   A. Approval of Lease with the National Railroad Passenger Corporation ("AMTRAK") at World Trade Center Building, Suites 138-140. (Resolution No. 95-4)

5. **FACILITIES & OPERATIONS**

6. **PLANNING & DEVELOPMENT**

7. **ADMINISTRATION**

   A. Request approval of 1995-1996 Port Operating Budget (Resolution No. 95-12)

8. **CONSENT CALENDAR**

   A. Approval of MOU with Mayor's Office of Commerce and Trade at World Trade Center Building, Suite 139 (Resolution No. 95-13)

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

    A. CONFERENCE WITH LEGAL COUNSEL REGARDING LITIGATION MATTERS

    Veltman v. CCSF, Superior Court No. BC111-323
    Peters v. CCSF, Superior Court No. 963-495
    Republic v. CCSF, Superior Court No. C94-2627

The City Attorney's office is of the opinion that based on existing facts and circumstances, discussion of these matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9, Subdivision (a).

B. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (1 case).

C. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

D. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

11. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

PORT OF SAN FRANCISCO

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MEMORANDUM

February 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Ten Year Lease with the National Railroad Passenger Corporation ("AMTRAK") for space in the World Trade Center.

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH AMTRAK

AMTRAK currently occupies a 1,863 square foot space on the ground floor of the World Trade Center under the terms of a temporary Port Permit to Use Property. Although too small to adequately accommodate AMTRAK's ticketing, passenger waiting and baggage handling needs, AMTRAK agreed to utilize this space while a longer term lease for a larger space was negotiated with the Port.

Port staff has now negotiated a lease with AMTRAK for 4,100 square feet of space at the northwest corner of the World Trade Center Building. Additionally, a non-exclusive Common Carrier (bus) Loading Zone will be designated.

It is Port Commission policy that leases with terms in excess of five years or with non-standard business provisions be approved by the Port Commission. Port Commission approval is therefore required for a lease with AMTRAK on the following terms and conditions:

THIS PRINT COVERS CALENDAR ITEM NO. 4A

Term: Ten years

Rent: $7,196.00 ($1.75 p.s.f.) per month with annual cost of living increases not to exceed one-half the increase in the CPI. The net effective rent, which falls within Commission parameters, is $1.53 per square foot after the following rent credits to AMTRAK ($1.30 per square foot after required Port expenditures).

Rent Credits:	Carpet	$ 2.50 p.s.f.	$ 10,250
	Paint	$ 2.50 p.s.f.	10,250
	Other Improvements	$22.00 p.s.f.	90,200
Port Expenditures:	Bathroom Fixtures		6,000
	Hazardous Material Removal/Abatement		87,000
	Real Estate Brokerage Commission		15,543
	Total Allowances and Port Expenditures		$219,243

Special Conditions:

1. Security Deposit - The Port agrees to waive the security deposit.

2. Insurance - Insurance coverage has been modified to allow for self insurance and to increase the general liability limits for common carriers from $1 million to $5 million for general and automobile liability and $2 million for property damage coverage.

3. Indemnity - The Port's standard Indemnity language has been modified slightly so that the tenant's obligation to indemnify the Port against the Port's own negligence excludes the "gross" negligence or willful misconduct of the Port.

4. Relocation - The Port's standard early termination language (Section 4.2 Termination by Port) has been deleted. Instead a relocation clause has been added that permits the Port to temporarily or permanently relocate AMTRAK at any time following the second lease year to other space in the World Trade Center -Ferry Building complex that "would not unreasonably prevent or restrict Tenant's ability to use the leased premises for the purposes provided for in the lease" and/or to temporarily relocate the Premises to the Agriculture Building pending a return to the original or an alternate site in the Ferry Building/World Trade Center.

Additionally, at any time during the lease, the Port may relocate the designated Common Carrier (bus) Loading Zone to "an alternate location functionally equivalent (in Port's reasonable determination) to the Common Carrier Loading Zone..." provided for in the lease.

5. Improvements - Because of the probability that the renovation and revitalization of the Ferry Building/World Trade Center will incorporate the restoration of the arcade along the western front of the building, the 4,100 square foot Premises do not include that portion of the Embarcadero frontage that would be occupied by the arcade. AMTRAK will be permitted to occupy this space temporarily, but will not be allowed to receive rent credits for any improvements made to this portion of the Premises.

   AMTRAK's facility will be designed so that all services to the Premises are dedicated to the AMTRAK space. AMTRAK will install a separate heating, ventilation and air conditioning system, dedicated electrical, gas and telephone service and separate accessible bathrooms for its employees, customers and passengers. The Port will pay for the bathroom fixtures through rent credit.

   As a result, any renovation of the Ferry Building/World Trade Center can be undertaken without adverse interference with AMTRAK's operations. However, should the renovation so require, the AMTRAK facility can be temporarily relocated to the Agriculture Building or temporarily or permanently relocated to another location in the Ferry Building/World Trade Center.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-4

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

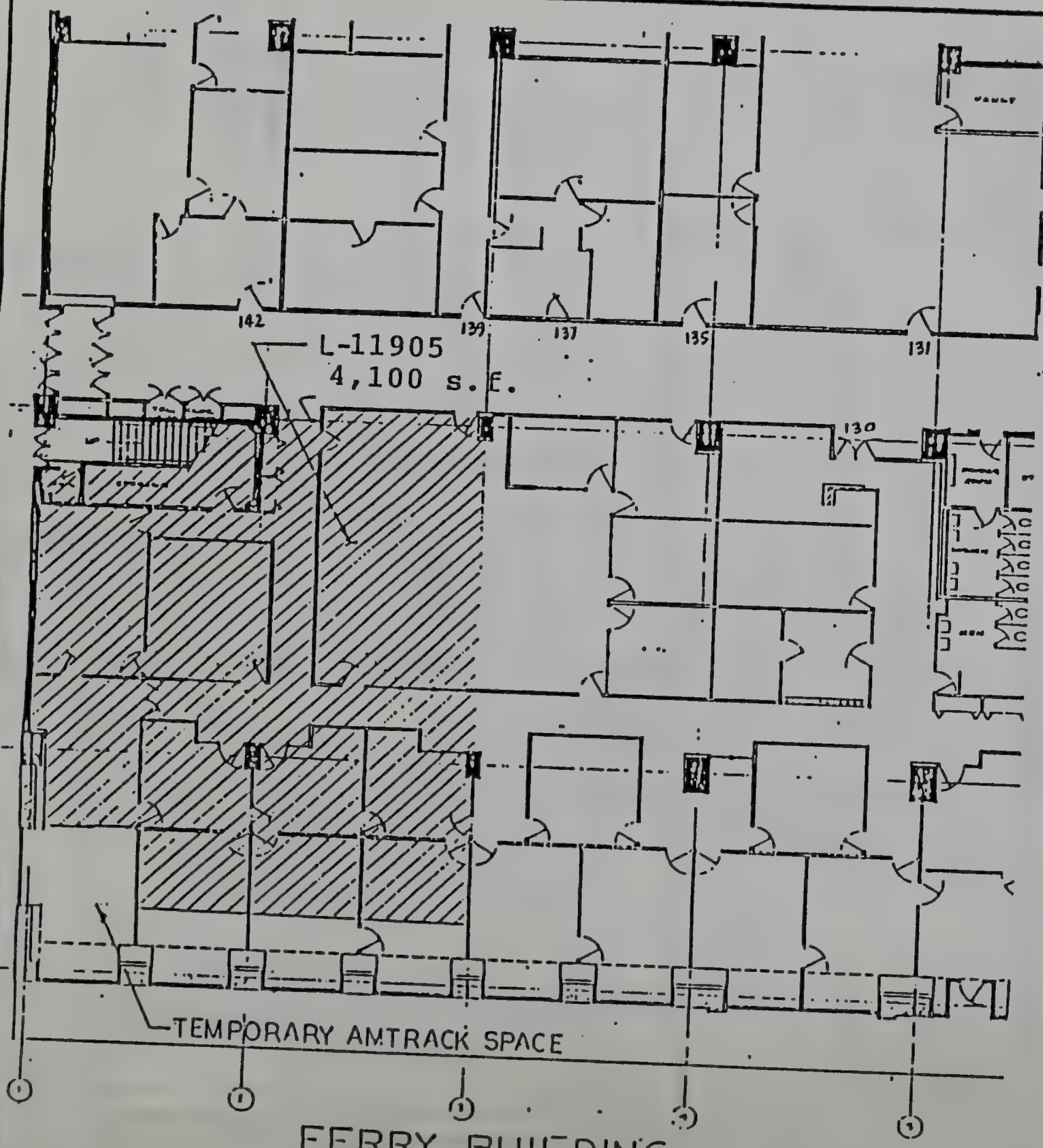
WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; therefore be it

RESOLVED, that the Port Commission hereby approves that certain lease L-11905 between the Port and the National Railroad Passenger Corporation and authorizes the Executive Director to execute the same on behalf of the Port.

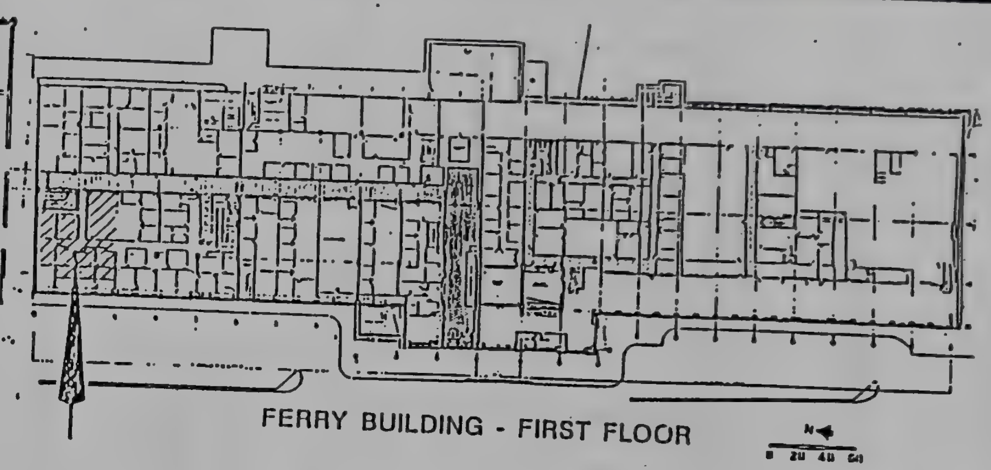
I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 14, 1995

____
Secretary

THE PREMISES
EXHIBIT A


142
139
137
135
131
130
L-11905
4,100 s.f.
TEMPORARY AMTRACK SPACE

FERRY BUILDING
FIRST FLOOR - NORTH.



FERRY BUILDING - FIRST FLOOR

LOCATION PLAN

EXHIBIT A

NO.	DATE	DESCRIPTION

REVISIONS

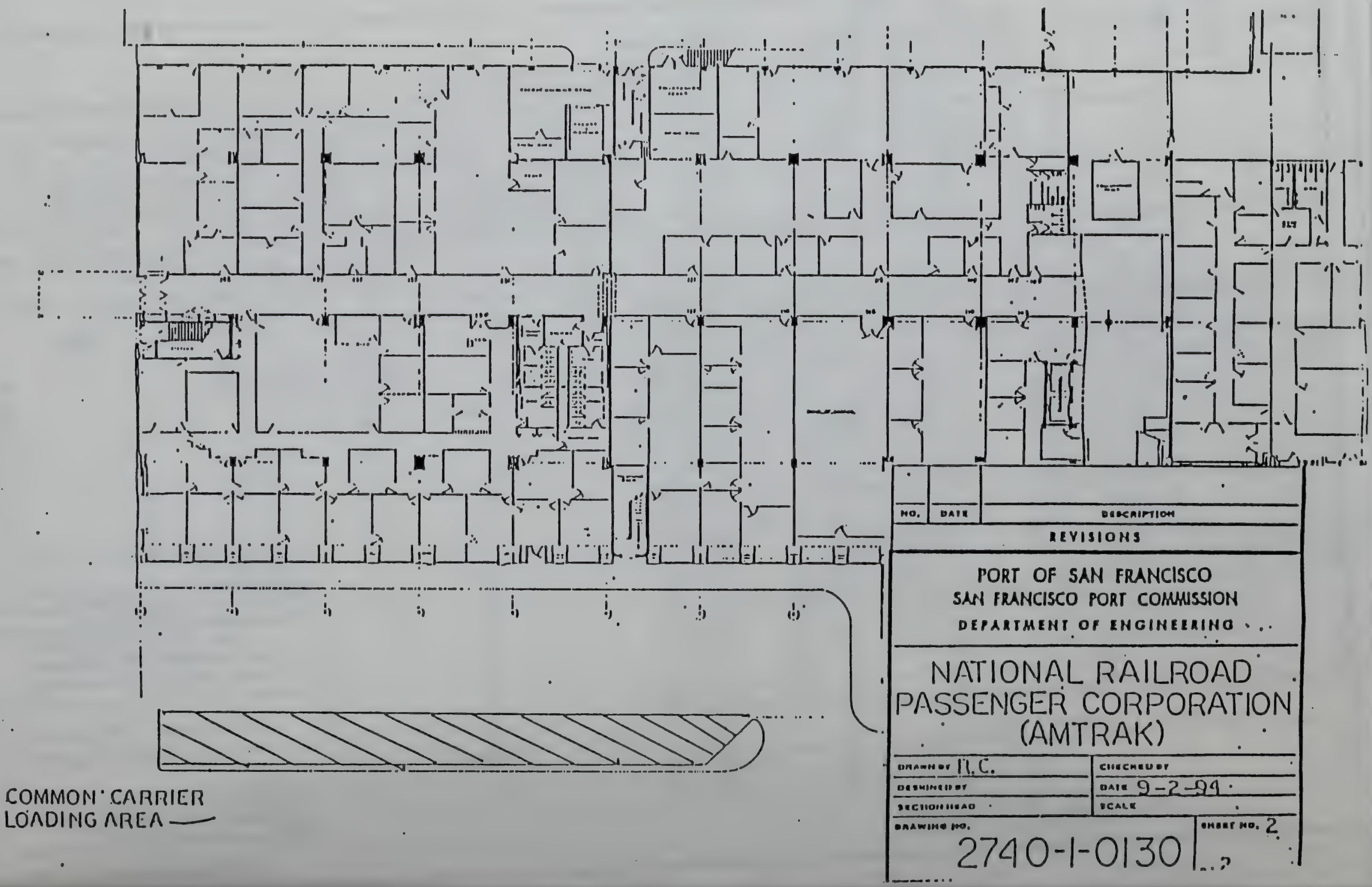
PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

NATIONAL RAILROAD
PASSENGER CORP.

CHARGE OF	CHECKED BY
BY R.C.	DATE 9-2-94
BY	SCALE
JING NO.	

2740-0-0140

SHEET NO. 1
OF 2 SHEETS


COMMON CARRIER
LOADING AREA

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

NATIONAL RAILROAD
PASSENGER CORPORATION
(AMTRAK)

DRAWN BY H.C.	CHECKED BY
DESIGNED BY	DATE 9-2-94
SECTION HEAD	SCALE
DRAWING NO. 2740-1-0130	SHEET NO. 2

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

February 14, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey, Executive Director

SUBJECT: Approval of 1995/96 Operating Budget

DIRECTOR'S RECOMMENDATION: APPROVE THE 1995/96 OPERATING BUDGET

The proposed 1995/96 Operating Budget includes a decrease in revenues of 4.7%, $1.6 million. Maritime revenues decrease by $2.8 million, largely the result of the anticipated loss of Evergreen Shipping Corporation. Tenant revenues are anticipated to increase by $2.2 million.

The expenditure budget has been reduced by $576,114. It should be noted that due to collective bargaining the expenditure budget includes anticipated salary increases of $478,000.

The projected Surplus of $366,468 is 1.1% of the expenditure budget for 1995/96. Staff would prefer to project a surplus of no less than $1 million for any fiscal year. However, to do so would mean additional personnel reductions.

This budget will be monitored carefully during the fiscal year to ensure that the year is completed with a positive balance. Appropriate measures will be taken during the year, should they may become necessary, to end the fiscal year with a surplus.

THIS PRINT COVERS CALENDAR ITEM NO.7A

To balance the 1995/96 budget, it was necessary to reduce positions that would not seriously impact revenues, maintenance of facilities or other critical operations. After a review of the functions and activities of the organization, four positions are recommended for elimination. Two positions have been added to the budget which either generate revenue or address a critical need.

The proposed 1995/96 annual budget, which summarizes revenues, expenditures and position changes, is provided below.

	1994/95	1995/96	Increase/Decrease
Revenue	$34,217,746	$32,593,165	$(1,624,581)
Expense	32,802,811	32,226,697	(576,114)
Surplus	$ 1,414,935	$ 366,468	$(1,048,467)

	1994/95	1995/96	Increase/Decrease
REVENUES			
Maritime Revenues			
Cargo	4,068,670	1,306,200	(2,762,470)
Ship Repair	1,589,800	1,510,000	(79,800)
Harbor Services	594,900	621,000	26,100
Sub-Total	6,253,370	3,437,200	(2,816,170)
Tenant Revenues			
Commercial	18,790,706	20,706,567	1,915,861
Parking	3,383,000	3,540,700	157,700
Cruise	545,700	653,200	107,500
Fishing	729,700	946,500	216,800
Other Marine	454,300	468,000	13,700
Power	965,000	800,000	(165,000)
Miscellaneous	210,000	150,000	(60,000)
Sub-Total	25,078,406	27,264,967	2,186,561

Total Tenant & Maritime	31,331,776	30,702,167	(629,609)
Facilities & Operations	533,598	270,000	(263,598)
Administration			
Interest Income	2,050,372	1,515,998	(534,374)
Other	302,000	105,000	1(97,000)
Sub-Total	2,352,372	1,620,998	(731,374)
Total Revenues	$34,217,746	$32,593,165	$(1,624,581)

EXPENDITURES

Personnel	13,221,813	13,698,740	476,927
City Overhead	677,048	517,547	(159,501)
Non-Personnel	4,377,235	3,808,354	(568,881)
Materials & Sup	798,084	860,811	62,727
Telephone	143,100	170,956	27,856
Facilities Maint.	683,800	391,000	(292,800)
Capital Outlay	92,658	31,013	(61,645)
Services of City	4,352,915	4,768,989	416,074
Debt Service	8,456,158	7,979,287	(476,871)
Total	$32,802,811	$32,226,697	$(576,114)

POSITION SUMMARY

The 1995/96 budget includes 2 new positions, 1 transferred position, and 4 positions eliminated. In addition, the budget includes 7 reclassifications, and 7 positions not funded.

Budgeted Positions

Positions 1994/95	209
New Positions	2
Transferred Position	(1)
Deleted Positions	(4)
Positions 1995/96	206

By Division

Tenant & Maritime Services	24
Planning & Development	10
Marketing	6
Government & Community Affairs	1
Facilities & Operations	121
Administration	42
Executive	2
Total	206

	Salaries	Fringe Benefits	Total
New Positions			
1675 Fiscal Officer	$79,214	$12,440	$91,654
3233 Marina Ass. Mgr.	$41,238	$8,440	$49,678
Deleted Positions			
1650 Accountant	$39,307	$6,908	$46,215
7345 Electrician	$55,724	$11,529	$67,253
7345 Electrician	$55,724	$11,529	$67,253
9358 Crane Mechanic Sup.	$67,756	$11,739	$79,495

Prepared by: Ben Kutnick

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-12

WHEREAS, staff has developed an Operating Budget; and

WHEREAS, the Operating Budget includes estimated revenues of $32,593,165; and

WHEREAS, the Operating Budget includes projected expenses of $32,226,697; and

WHEREAS, the Operating Budget includes projected surplus of $366,468; and

WHEREAS, the Operating Budget must also be approved by the Mayor and the Board of Supervisors; and, therefore, be it

RESOLVED, that the Port Commission approves the Operating Budget as prepared by staff.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 14, 1995.

____
Secretary

PORT OF SAN FRANCISCO

Ferry Building
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Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

February 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Memorandum of Understanding ("MOU") with the Mayor's Office of Commerce & Trade at the World Trade Center

DIRECTOR'S RECOMMENDATION: APPROVE MOU WITH MAYOR'S OFFICE OF COMMERCE & TRADE

The Mayor's Office of Commerce & Trade ("C&T") must vacate its office at City Hall by mid-February due to seismic repair work. C&T desires to relocate its office to the World Trade Center and lease additional office space to house foreign trade offices. According to James Fang, C&T's director, Mayor Jordan has agreed with the governments of Shanghai, Qingdao, Ho Chi Minh and Taipei to house their trade offices in San Francisco rent-free for the first year. In exchange, San Francisco will receive similar consideration in these respective cities. In the second year of the lease term, these foreign trade offices will pay rent, which will be passed through to the Port.

Accordingly, C&T proposes to lease, and improve at its sole expense, Suite 139 on the ground floor of the World Trade Center, consisting of 3,454 square feet, for one dollar ($1.00) per year, plus any sublet rentals in the second year. The space is in very poor condition. This office is sufficient in size to house C&T's office needs, approximately four foreign trade delegations and temporary office space for traveling international business people. In addition, C&T hopes to hold exhibitions and trade shows on an ad hoc basis in the World Trade Center with all rental income generated going to the Port.

THIS PRINT COVERS CALENDAR ITEM NO. 8A

The parties have negotiated a Memorandum of Understanding for Suite 139 at the World Trade Center on the following terms:

1. Term: Two (2) years commencing February 15, 1995

2. Premises: Suite 139 at the World Trade Center, consisting of 3,454 square feet of ground floor space

3. Rent: $1.00 per year

4. Monthly Charges for Utilities and Services:

   C&T shall pay fixed monthly charges for electricity, heat (gas) and janitorial service supplied to the Premises, in the following amounts:

Electricity:	$590.00 per month, or $.17 per sq ft
Gas:	$105.00 per month, or $.03 per sq ft
Janitorial:	$311.00 per month, or $.11 per sq ft

5. Tenant Improvements: C&T is taking the space on an "as is" basis and any improvements are at C&T's own expense. The Port has no obligation to do any repairs, maintenance or improvements.

6. Subleasing: C&T plans to sublease some of the offices in the Premises to foreign trade delegations, subject to Port's prior consent, in conformance with a form of sublease attached to the MOU. All rental income received by C&T, over and above C&T's costs for the subleased space, will be passed through to the Port.

Commission approval of this MOU is required due to the space being rented below the standard leasing parameters.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-13

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it

RESOLVED, that the Port Commission hereby approves that certain MOU between the Port and the Mayor's Office of Commerce & Trade, which terms are set forth in the Memorandum of Agenda Item No. 8A for the Port Commission Meeting on February 14, 1995, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

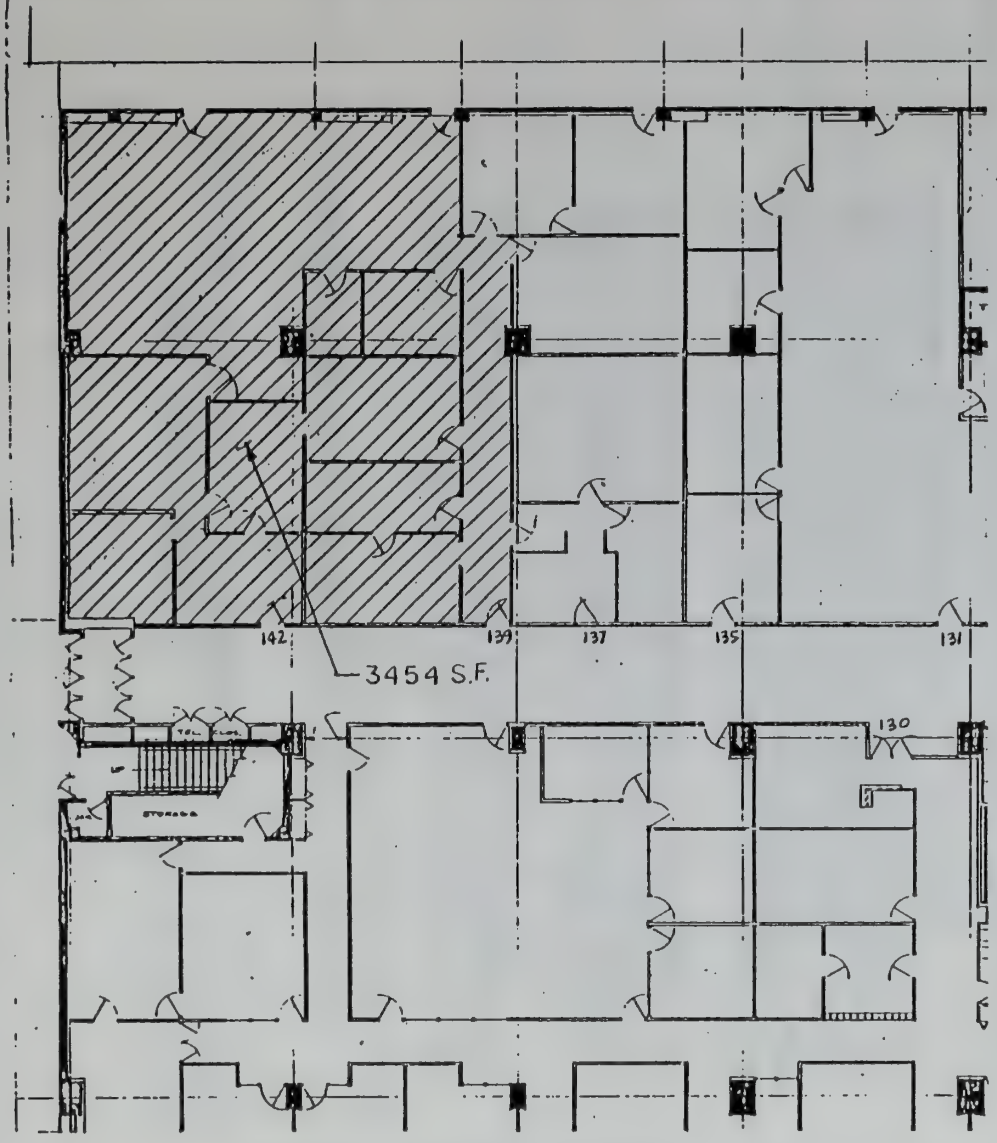
FURTHER, RESOLVED that the Port Commission hereby authorizes the Executive Director of the Port or his designated Director of Tenant and Maritime Services, to consent to subleases of the premises leased under the MOU to the extent such subleases are in conformance with the term and requirements of the MOU.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 14, 1995.

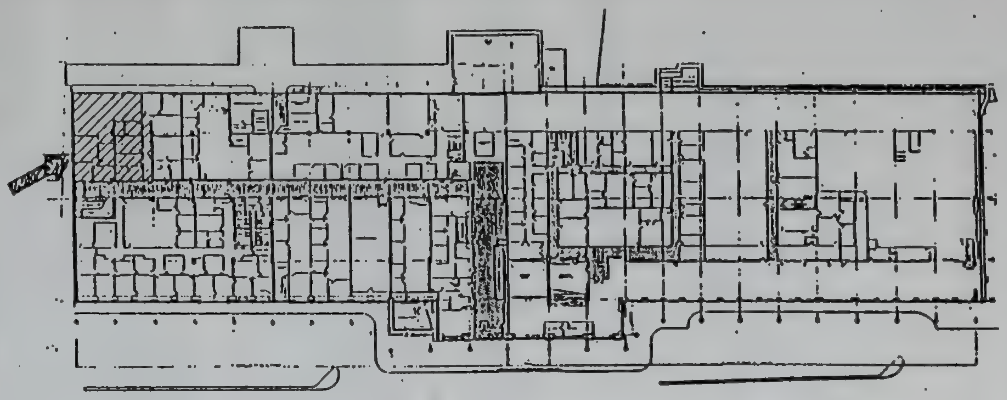
Secretary

J:\...\agendas\commerce.sum\JS\cp\February 6, 1995

INITIAL



WORLD TRADE CENTER
FIRST FLOOR NORTH



WORLD TRADE CENTER–FIRST FLOOR

LOCATION PLAN

Suite 139
3,454 square feet

The Premises

EXHIBIT A

Contract No. MOU

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE________

CHIEF ENGINEER

NO.	DATE	DESCRIPTION
		2740-1- 0139

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

MAYOR'S OFFICE OF
COMMERCE & TRADE

IN CHARGE OF	CHECKED BY
MADE BY R.C.	DATE 1-20-95
TRACED BY	SCALE
DRAWING NO. 2740-1-0139	SHEET NO. 139 OF SHEETS

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/14/95

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE MEETING
FEBRUARY 14, 1995

DOCUMENTS DEPT.
MAR 1995
SAN FRANCISCO
PUBLIC LIBRARY

1. **ROLL CALL**

The meeting was called to order by Commissioner Preston Cook at 4:02 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Frank O'Neill and Michael Hardeman.

2. **APPROVAL OF MINUTES -** January 24, 1995 Minutes

ACTION: Commissioner Halsted moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; the minutes of the January 24, 1995 meeting were adopted.

3. **EXECUTIVE**

A. Executive Director's Report

Mr. Bouey reported that our marketing staff distributed Port sunglasses to the children of the 49ers in the hopes that the Port may receive some publicity. He showed the Commissioners the front page photos on the newspaper with Jerry Rice's children wearing the sunglasses. He commended the marketing staff for their efforts.

4. **TENANT & MARITIME SERVICES**

A. Approval of Lease with the National Railroad Passenger Corporation ("AMTRAK") at World Trade Center Building, Suites 138-140. (Resolution No. 95-4)

Mr. Bouey stated that some time ago, the Commission entered into negotiations with Amtrak to locate their operation in the Ferry Building. We have finalized an agreement. The rent per square foot meets the Port's leasing parameters. The Port is providing certain rent credits and paying certain expenditures including a real estate brokerage commission. These credits were previously agreed to. We're happy to have Amtrak as a tenant in our building as we envision the future of this building as a transportation hub and we believe this is an important component. Commissioner Cook stated that it's a great lease and delighted to see that it's before the Commission for adoption.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

5. **FACILITIES & OPERATIONS**

6. **PLANNING & DEVELOPMENT**

DOCUMENTS DEPT.
MAR 7 1995
SAN FRANCISCO
PUBLIC LIBRARY

7. ADMINISTRATION

A. Request approval of 1995-1996 Port Operating Budget (Resolution No. 95-12)

Mr. Bouey stated that last year was a cathartic budget for Port staff and the Commission. That budget recognized that structural changes had to be made organizationally as well as functionally. A year prior to the citizens mandate for zero based budgets, the staff and the Commission went through that process and literally went through the budget job by job and came up with a budget that provided for a more efficient department but was painful with regard to the number of people who were laid off.

At the same time, we developed a five-year plan. One of the things that Mr. Kutnick (Director of Administration) and his staff did last year was recognize that there would be significant changes in the maritime area, specifically with cargo. Despite the fact that next year we will experience a $2.8 million drop of maritime revenues, if you were to equate that to a job basis (roughly $50,000 per job) we would be looking at 56 layoffs and that simply is not the case. Not only were we able to look last year and foresee the drop in cargo revenue, we also became aggressive on the revenue side. As you will notice, the commercial revenues are up $2.2 million this year. All in all, Mr. Bouey was pleased to present this budget to the Commission. He believes it's rational; it's in keeping with our mission and believes it will serve the Port well over the next year.

Mr. Bouey then commented on the issue of layoffs. This current fiscal year, the Port is laying off two employees - the manager of maritime services and the manager of leasing and tenant services. Those two positions are not being deleted in the budget. There is no intention of refilling the positions at the moment but are zero funded for next year. In keeping with streamlining our operations, Mr. Bouey believes that these two positions represented as a buffer between line employees and the next line of management and that the Port will be more productive by eliminating those positions.

With regard to the proposed budget, four positions are being deleted. The first is an accountant and that position is not occupied; hence, an employee will not be affected. The other three positions are two electricians and a crane maintenance supervisor. All three are devoted to crane maintenance. All three positions are filled but two of those employees will be retained at the Port because of a resignation that will soon occur and a retirement that will occur in five months. In addition to the deleted positions, two new positions are being added: (1) a fiscal officer, as the Commission is aware, we have taken great pains to ensure that our financial reporting is up to snuff; and we see this position as an important step in that direction (2) a marina associate manager - this position will function in the fisherman's wharf area. Both these positions are currently filled on a temporary basis.

Mr. Bouey stated that a year ago we realized that it would take about three years to turn the Port around financially; at the same time, staff is working on the waterfront land use plan. He stated that looking back last January to this month, we have made considerable progress and the Port is headed in the right direction.

Commissioner Lee asked the following questions regarding the budget.

- When the 94/95 actual revenue expenses will be ready and if there's a considerable difference?

  Mr. Kutnick, Director of Administration, stated that we have the first seven-month actual revenue and six months' expenditures available. The reason it was not included in the budget was it's only partially complete. We have done a forecast of the budget on a budget basis and financial basis. The last budget forecast indicated that we will meet the projected surplus of $1.4 million or better.

- How often is the Budget vs. the Actual Expenses monitored?

  Mr. Kutnick responded that we do monthly reports for both revenues and expense to ensure where we are on budget. We do a formal forecast that takes a look at the actuals. Starting this year, we will be doing it on a quarterly basis. Commissioner Lee asked that a quarterly summary report, comparing the actual to the budget, be submitted to the Commission. Mr. Bouey and Mr. Kutnick both concurred.

- Referred to Page 13 of the summary. Asked for an explanation for the decrease under interest on investment.

  Mr. Kutnick replied that we have less money to invest (approximately $6.9 million less). It is a rising interest market. Unfortunately, we have less money. If you look at the average cash balance between 94/95 vs. 95/96, based on a lot of assumptions being the draw-down schedule for capital projects and earthquake related projects, we are projecting a net cash shortfall of $1.2 million over the next year from earthquake projects because FEMA retains 20 percent until the project is done and it's also on a reimbursement basis.

  Commissioner Lee also commented that he was impressed with the summary.

- What is the total Port operating fund?

  Mr. Kutnick replied that the operating fund is more than $20 million. In addition to the operating fund, we also invest any funds we have. Fire insurance proceeds, bond funds, etc. are also invested through the treasurer's office.

- What is the interest income and whether we have done any research in any other instruments to invest so we can get a higher interest?

  Mr. Kutnick stated that the average return of the first six months of this year is 6.4 percent. We are projecting 6.5 next year. Mr. Kutnick stated that all of our funds must be, by charter, invested by the City Treasurer's office with the exception of $5.3 million in reserve. In the past, we had invested in a dedicated investment. We have switched to pool investments. Sometimes, dedicated investments can get a better return but for the most part, it's safer and more secure for the Port.

- The services to other departments, is this a fair amount to reimburse the City for their services?

Mr. Bouey replied that this year as compared to past years, the Port has been a little bit more aggressive. As we have laid off a number of employees last year, unless there is a direct service charge, we've asked departments to take a decrease. Mr. Kutnick added that in looking at the overall service of other departments, it has been reduced by $230,000 from the previous year.

Commissioner Halsted stated that we get an hourly account from the City Attorney's office for work orders. Do we get any kind of reporting or do we have any kind of relationship to tell us how the fireboats are being used in our interest? Mr. Kutnick replied that the Fire Department direct charges to a separate fund for the fireboat. It funds a fire marshal and three positions full time (an officer, a pilot and marine engineer). The budget is approximately $1.2 million a year. We have looked at several ways to reduce that amount but have not been successful.

- How is the $65,000 for training allocated to each department?

When Mr. Bouey arrived in January, the Port was faced with approximately $2 million deficit by July 1. By modifying a number of expenditures and freezing hires, we were able to convert that projected deficit to about $450,000 surplus. With regard to the other question of does each branch chief gets to expend this, the answer is yes. However, there ought to be, in certain areas, across-the-board training. Over the next year, Ben and his staff will address this issue differently.

- What is the next step after the Commission approves the budget?

Mr. Kutnick replied that the Mayor has until June 1st to make any adjustments to the budget before it goes to the board. Both the Mayor and the board have the sole authority to reduce the budget, not to increase it. The last two years, the Mayor has not made any changes to our budget. The Board of Supervisor has made minor changes. Ben and his staff will sit down with the Mayor's budget staff in March or April to answer any questions they may have. After the budget is passed to the Board of Supervisors, we meet with their budget analyst, Harvey Rose, and his staff . The first public hearing is the second week of June; a week later is another hearing, which is closed to public testimony at which time the budget committee makes recommendation on the budget. It is then passed to the full board and approved in July. Shortly thereafter, staff will present the final budget to the Commission.

Commissioner Lee commended Mr. Bouey, Mr. Kutnick and his staff for doing an excellent job on the budget. Ben Kutnick thanked Anne Okubo for her work on the budget.

Commissioner O'Neill inquired if this budget will maintain an adequate staffing level to pursue the first goal of the strategic plan. Mr. Kutnick responded that we have the same marketing operational staff to put proposals together and to market to attract new lines.

Mr. Bouey pointed out that we have reduced our expenditure budget by $576,000 but have also included $478,000 for salary increases; without which our expenditure budget would have been cut by more than a million dollars. Other than the salary of the Executive Director, the Port Commission has no control over those expenditures. Those are determined through the Salary Standardization Ordinance or through recent charter amendments, the collective bargaining process.

Commissioner Cook thanked Ben Kutnick for taking the time last week to answer his questions. The budget summary is excellent, readable and understandable. We have not had in some time, a dredging plan and wondered if it can be provided soon. Mr. Bouey replied that those capital dredging projects will be provided via the capital plan and those that are maintenance projects are included in the current budget.

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

8. CONSENT CALENDAR

A. Approval of MOU with Mayor's Office of Commerce and Trade at World Trade Center Building, Suite 139 (Resolution No. 95-13)

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

9. NEW BUSINESS

Commissioner Hardeman thanked staff for their help on the 49ers victory parade. He also commended staff for doing a great job at Pier 38. He was able to tour the Biscayne bay on a beautiful yacht from the Super Bowl host committee. He hopes that we would offer similar participation from yacht owners during Super Bowl '99.

He also thanked the Executive Director for sending a letter to Mr. DeBartolo as requested at the next meeting. Mr. Bouey stated that we received a note from Mr. DeBartolo today thanking the Commission for their expression of sympathy.

Mr. John Templeton, book publisher, noticed the various memorials along the Embarcadero but not one recognized the contributions of William Alexander Leadersdorf to the Port. Since it is Black History Month, he asked the Commission to ask staff to work with him to see if there's some appropriate way to recognize his contributions to the development of the Port. Mr. Bouey replied that Mr. Templeton needs to get together with the Art Commission and Port staff will assist him with that contact.

10. EXECUTIVE SESSION

At 4:45 p.m. Legal Counsel Julie Van Nostern announced that the Commission will withdraw to an executive session to discuss the following matters:

A. CONFERENCE WITH LEGAL COUNSEL REGARDING LITIGATION MATTERS

Veltman v. CCSF, Superior Court No. BC111-323
Peters v. CCSF, Superior Court No. 963-495
Republic v. CCSF, Superior Court No. C94-2627

The City Attorney's office is of the opinion that based on existing facts and circumstances, discussion of these matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9, Subdivision (a).

B. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (1 case).

C. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

D. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

ACTION: Commissioners Cook, Lee, Halsted, O'Neill, and Hardeman returned from executive session and convened in a public session at 6:15 p.m. Commissioner O'Neill moved approval to not disclose any information discussed in the executive session. Commissioner Hardeman seconded the motion. All Commissioners in favor.

Meeting was adjourned at 6:17 p.m.

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SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, FEBRUARY 28, 1995
3100 FERRY BUILDING
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES -** February 14, 1995 Minutes

3. **EXECUTIVE**

    A. Executive Director's Report - Report on Tunnel Project

    B. Authorization for the Executive Director to withdraw grant applications submitted to the Metropolitan Transportation Commission ($6.5 million) and the Peninsula Corridor Joint Powers Board ($2.4 million) for Federal funds to construct the Tunnel Project to accommodate double stacked container rail cars; and authorization for the Executive Director to terminate the Tunnel Project Memorandum between the Port Commission and JPB . (Resolution No. 95-15)

4. **TENANT & MARITIME SERVICES**

    A. Approval of Amendment to Option and Lease Agreements with San Francisco Redevelopment Agency (Resolution No. 95-14)

5. **FACILITIES & OPERATIONS**

    A. Authorization to issue a Request for Proposals for Engineering Services for earthquake repair design at Pier 48 (Resolution No. 95-16)

6. **PLANNING & DEVELOPMENT**

7. **ADMINISTRATION**

8. **CONSENT CALENDAR**

    A. Authorization to accept the work on Contract 2578, "Pier 80, Container Terminal North, Pavement and Utility Improvements" and make final payment to Ghilotti/Rosas, a Joint Venture for a total contract amount of $6,567,717.76 (Resolution No. 95-17)

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

A. CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (2 cases).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

11. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

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The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

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PORT OF SAN FRANCISCO

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MEMORANDUM

February 28, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Authorization for the Executive Director to withdraw the grant applications submitted to the Metropolitan Transportation Commission (MTC) ($6.5 million) and the Peninsula Corridor Joint Powers Board (JPB) ($2.4 million) for Federal funds to construct the Tunnel Project to accommodate double stacked container rail cars; and authorization for the Executive Director to terminate the Tunnel Project Memorandum between the Port Commission and the JPB.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

On April 22, 1992, by Resolution No. 92-39, the Port Commission authorized staff to apply for Federal funds through the Intermodal Surface Transportation Efficiency Act (ISTEA) and/other transportation programs for infrastructure improvements needed to provide rail access to double stacked rail cars from the Port's marine terminals to inland destinations in the United States.

This project, commonly referred to as the "Tunnel Project" includes the following structural improvements: (1) installation of a third rail track, a gauntlet track, between the two existing tracks to increase the height clearance in two tunnels located in the Bayview Hunters Point and (2) the installation of a computerized switching system to provide required headway for passenger trains in order to avoid conflicts between freight and commuter service. The estimated project cost is $11,304,362.

As directed by the Port Commission, staff applied for Federal funding for ISTEA funds through the Metropolitan Transportation Commission (MTC) and for Interstate Transfer Funds through the Peninsula Corridor Joint Powers Board (JPB). Both agencies recommended approval of funds for the Tunnel Project as follows:

THIS PRINT COVERS CALENDAR ITEM NO. 3B

MTC:		
	ISTEA Surface Transportation Program (STP: 92/93)	$5,400,000
	ISTEA Surface Transportation Program (STP: 94/95/96)	$1,179,000
JPB:	Interstate Transfer Funds	$2,400,000
	Total Grants:	$8,979,000

On September 22, 1993, the Port Commission appropriated Port bond funds, Fire Proceeds and Accumulated Surplus in the Operating Fund totaling $2.3 million to match these Federal grants and to pay for engineering, project management and economic consulting fees not covered by the grants. The Port has expended approximately $337,000 for the final engineering and design for the Tunnel Project prior to receiving any grant funding. However, the Office of Environmental Review (OER) has determined that before the Port Commission would be able to give its final approval to proceed with the Tunnel Project, additional environmental analysis would be required pursuant to CEQA.

Additionally, on March 4, 1994, by Resolution 94-38, the Port Commission authorized the Executive Director to enter into a Memorandum of Understanding (MOU) between the Port Commission and the JPB to facilitate the Tunnel Project. This agreement was necessary because the construction of the Tunnel Project proposed a range of certain improvements to the JPB's Right Of Way to permit the transportation of double stacked container cars including the possible construction of a gauntlet rail track and related improvements. The MOU grants the Port the right to terminate at any time prior to the release of grant funds.

Prepared by: Dennis P. Bouey
Executive Director

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-15

WHEREAS, On April 22, 1992, by Resolution No. 92-39, the Port Commission authorized staff to apply for Federal transportation and/or public works grants that would fund the "Tunnel Project" to improve double stacked rail car access to inland destinations in the United States from the Port's container terminals; and

WHEREAS, Both the Metropolitan Transportation Commission and the Peninsula Corridor Joint Powers Board approved the Port's grant applications totaling $8,979,000. Said applications were pending final approval from the Federal Highway Administration and the Federal Transit Administration in Washington, D.C.; and

WHEREAS, On March 4, 1994, by Resolution No. 94-38, the Port Commission authorized the Executive Director to enter into a Memorandum of Understanding (MOU) between the Port Commission and the JPB to facilitate the Tunnel Project; now, therefore, be it

RESOLVED, That, this Port Commission authorizes the Executive Director to withdraw the grant applications submitted to the Metropolitan Transportation Commission and the Peninsula Corridor Joint Powers Board for construction of the Tunnel Project; and be it further

RESOLVED, This Port Commission authorizes the Executive Director, in consultation with the City Attorney's Office, to terminate the Tunnel Project Memorandum between the Joint Powers Board and Port Commission; and be it further

RESOLVED, That the Executive Director is authorized and urged in the name and on behalf of the Port Commission to take any and all actions as the Executive Director deems necessary and appropriate in order to facilitate the cessation of the Tunnel Project and related Port obligations.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 28, 1995.

SECRETARY

PORT OF SAN FRANCISCO

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MEMORANDUM

February 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Amendment to Option and Lease Agreements between the Port of San Francisco and the San Francisco Redevelopment Agency for properties in the South Beach Redevelopment Area

DIRECTOR'S RECOMMENDATION: APPROVE THE SECOND AMENDMENT TO OPTION TO LEASE REAL PROPERTY AND FIRST AMENDMENT TO LEASES

On December 19, 1994, the Port Commission approved a Settlement Agreement between the Port and the San Francisco Redevelopment Agency (the "Agency") which resolved various issues related to the Agency's lease of Port properties in the South Beach Redevelopment Area and, among other things, required the amendment of the Option Agreement and Leases between the Port and the Agency to implement certain aspects of the settlement. As part of the Settlement Agreement, the Agency and Port Commission agreed that they would enter into an Amendment of the Option Agreement and certain leases that had been entered into pursuant to the Option Agreement. This amendment satisfies that requirement of the Settlement Agreement.

The amendment which is before the Commission at this time will:

1. Delete all references in the Option Agreement and the Pier 40 leases to the parties' obligations with regard to reimbursement for the cost of relocation and replacement of the Pier 40 ship repair facility. This is necessary to reflect changes the Option Agreement contemplated by the Settlement Agreement.

THIS PRINT COVERS CALENDAR ITEM NO. 4A

2. Change the base date for adjustment of minimum rents pursuant to the CPI from one day prior to the Possession Date of each lease to one day prior to the date of execution of the Option Agreement, and provide for the language of existing leases to be conformed to this language. This provision reflects the original intent of the parties that rent for leases exercised under the Option is to be escalated from the base index date of the original Option, not from the date the Agency takes possession of any particular leased premises.

Prepared by: Frederick D. White, Director
Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-14

WHEREAS, the City and County of San Francisco, acting by and through the San Francisco Port Commission ("Port") and the Redevelopment Agency of the City and County of San Francisco ("Agency") are parties to that certain Option to Lease Real Property dated September 26, 1984 ("Option") and to certain Leases numbered L-10892, L-11183, L-11595, L-11694 and L-12079 executed pursuant to the Option (collectively, "the Leases"); and

WHEREAS, the Port and the Agency are also parties to that certain Settlement Agreement dated December 20, 1994 ("Settlement Agreement") which resolves various disputes related to the interpretation and application of provisions of the Option and Leases; and

WHEREAS, said Settlement Agreement provides, in part, for amendment of the Leases to: (1) delete all references to the parties' obligations in regard to reimbursement for the cost of relocation and replacement of the Pier 40 ship repair facility and; (2) to change the base date for adjustment of minimum rents pursuant to the CPI; now, therefore, be it

RESOLVED, that the Port Commission hereby approves the Second Amendment to Option to Lease Real Property and First Amendment to Leases whereby:

1. All references in the Option and the Leases to the parties' obligations in regard to reimbursement for the cost of relocation and replacement of the Pier 40 ship repair facility are deleted;

2. The base date for adjustment of minimum rents pursuant to the CPI is changed from one day prior the Possession Date of each lease to one day prior to the date of execution of the Option Agreement; and, be it further

RESOLVED, that staff is directed to forward said Amendment to the San Francisco Board of Supervisors for its approval by ordinance; and be it further

RESOLVED, that after approval of said Amendment by the Board of Supervisors and execution by Port and Agency, staff is authorized and directed to diligently pursue and execute appropriate amendments to the Leases numbered L-10892, L-11183, L-11595, L-11694 and L-10279 to conform the language of Section 1(k)(ii) of said Leases to the language regarding minimum rent adjustment set forth in Paragraph 2(b) of the Amendment.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 28, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

February 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Request for authorization to issue a Request for Proposals for engineering services for the earthquake repair design for the sheds at Pier 48

DIRECTOR'S RECOMMENDATION: DIRECTOR RECOMMENDS THAT THE COMMISSION AUTHORIZE STAFF TO ISSUE A REQUEST FOR PROPOSALS FOR ENGINEERING SERVICES FOR THE EARTHQUAKE REPAIR DESIGN FOR SHED DAMAGE AT PIER 48

After the 1989 Loma Prieta earthquake, a damage survey report was prepared by FEMA/OES for the repair of the damage to the two sheds at Pier 48. Port staff proceeded with the repair design based on the initial damage analysis and that repair was incorporated into construction Contract 2584. Before the repair work began on Pier 48, Port staff further investigated the facility and identified the need for further mitigation. Port staff negotiated a more extensive scope of proposed repair work with FEMA/OES with the estimated cost of foundation and structural repair going from about $10,000 to approximately $400,000. FEMA/OES subsequently prepared a supplemental DSR to cover this increased scope of work. The Port does not have sufficient staff resources to perform the in-house design work for these repairs and it is recommended that a Request for Proposals be issued for engineering services for an outside consultant.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

It is recommended that the consultant work scope include performing site surveys, preliminary geotechnical investigations and preliminary structural engineering work for the seismic repair; developing a preliminary best method of repair scheme with a respective construction cost estimate for submittal to the Port staff and FEMA/OES for review and approval. Subsequent to obtaining the Port's approval to proceed, the Consultant shall perform final geotechnical analysis; develop final design calculations, construction contract plans and specifications, and a final engineer's construction cost estimate for the seismic repair.

Prepared by: Emilio R. Cruz

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-16

WHEREAS, Port staff identified greater earthquake damage at the sheds at Pier 48 than originally outlined in the approved DSR; and

WHEREAS, Port staff was successful in negotiating with FEMA/OES for a supplemental Damage Repair Report to fund the increased scope of repair work; and

WHEREAS, the Port does not currently have sufficient staff resources to perform the in-house design for these repairs; therefore be it

RESOLVED, that the Commission hereby authorizes staff to issue a Request for Proposals for engineering services for earthquake repair design for the damaged sheds at Pier 48.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 28, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

February 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Construction Contract No. 2578, "Pier 80, Container Terminal North, Pavement and Utility Improvements", Authorization to Accept the Work and Make Final Payment to the Contractor

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE THE EXECUTIVE DIRECTOR TO ACCEPT THE WORK ON CONTRACT NO. 2578 AND MAKE FINAL PAYMENT TO GHILOTTI BROTHERS CONSTRUCTION INC./ROSAS, A JOINT VENTURE, FOR A TOTAL CONTRACT AMOUNT OF $6,567,717.76.

On July 8, 1992, the Port Commission authorized the award of Contract No. 2578 to Ghilotti Brothers Construction Inc./Rosas, a Joint Venture, at a contract price of $6,267,500 and authorized a contingency of $500,000 for possible contract changes. Additional work was performed which included paving, drainage, removal/disposal of unsuitable material and other miscellaneous work at a net additional cost of $300,217.76. Miscellaneous work was also deleted from the contract. The contractor did file two claims against the Port totaling approximately $75,000. Port staff was successful in negotiating these claims at no cost to the Port. All work is now complete and the Port has received an Agreement and Release of any and all Claims from the contractor.

Authorized Project Amount:	$6,767,500.00
Actual Final Project Amount:	$6,567,717.76

THIS PRINT COVERS CALENDAR ITEM NO. 8A

Prepared by: Emilio Cruz

agd-2578.cj

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-17

WHEREAS, on July 8, 1992, the Port Commission authorized the award of Contract No. 2578 at a contract price of $6,267,500 and authorized a contingency of $500,000 for possible contract changes; and

WHEREAS, additional work was performed which included paving, drainage, removal/disposal of unsuitable material and other miscellaneous work at a net additional cost of $300,217.76; and

WHEREAS, miscellaneous work was deleted and contractor claims denied; and

WHEREAS, all work is now complete and the Port has received an Agreement and Release of any and all Claims from the contractor; therefore be it

RESOLVED, that the San Francisco Port Commission hereby authorizes the Executive Director to accept the work of Contract 2578, "Pier 80, Container Terminal North, Pavement and Utility Improvements", and make final payment to Ghilotti Brothers Construction Inc./Rosas, a Joint Venture, for a total contract amount of $6,567,717.76.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of February 28, 1995.

____
Secretary

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE MEETING
FEBRUARY 28, 1995

1. **ROLL CALL**

The meeting was called to order by Commissioner Preston Cook at 4:07 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman.

2. **APPROVAL OF MINUTES -** February 14, 1995 Minutes

ACTION: Commissioner Lee moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the minutes of the meeting were adopted.

3. **EXECUTIVE**

A. Executive Director's Report

1) Staff will install a banner across Jefferson Street (a copy of the banner was passed along to the Commissioners) so that tourists and others may call the number on the banner to book a sports fishing excursions at Fishermans Wharf. The banner will hang in front of Castagnola Restaurant and is a small step but creative step. He gave kudos to the marketing department and reported that the sport fishing fleet is very excited that the Port is doing something to assist them.

2) The San Francisco League of Women Voters has singled out four women in recognition of their leadership and involvement in community activities. One of the four women to be honored is Anne Halsted, a member of our Commission and also the president of SPUR. The women will be honored at a luncheon on April 14. Commissioner Halsted stated that the luncheon will actually be held on April 26.

B. Authorization for the Executive Director to withdraw grant applications submitted to the Metropolitan Transportation Commission ($6.5 million) and the Peninsula Corridor Joint Powers Board ($2.4 million) for Federal funds to construct the Tunnel Project to accommodate double stacked container rail cars; and authorization for the Executive Director to terminate the Tunnel Project Memorandum between the Port Commission and JPB. (Resolution No. 95-15)

Mr. Bouey mentioned that it is with regret this item is brought before the Commission. If he thought cargo would be helped by the tunnel project, he would be for it. It was his initial intention to work toward revitalizing the containerized cargo industry for the Port of San Francisco. However, as he began studying the structural issues that affect the movement of cargo, he found that elements of the industry were against us. He used an analogy to explain his point. He stated that the Port of San Francisco is not going to go out of the cargo business but he believes that we must redefine our strategy and believes that the initial step in reworking our strategy is to approve our withdrawal of grant funds for the construction of the Gauntlet project.

He stated the reasons for his decision and recommendation. He pointed out that the Port of Francisco has disadvantages: (1) geographic - on average, it takes intermodal containers two days just to reach Oakland; leaving our cargo movements two days behind those ships calling in Oakland; (2) demographic - only 16% of the Bay Area's import and export cargo is sourced on the west bay side; again, a serious disadvantage as compared to Oakland. Since we have a geographic and demographic disadvantage, we then looked at long term growth with transpacific trade growing, perhaps as Oakland reached capacity we could catch the incremental growth. The problem is the federal government recently gave Oakland 450 acres. To compare, Piers 80 and 94-96 are about 150 acres. Clearly incremental growth, because of our geographical and demographical disadvantages, will continue at Oakland. We then gave these findings a reality test. We made two offers: one to Evergreen and one to Hanjin. In both cases, we offered each a deal where they would pay over $1 million less per year to call on San Francisco rather than Oakland. Evergreen calls about 50 times a year; which means they were willing to spend $25,000 more per call to move their cargo through Oakland. Clearly, that demonstrates the geographic and demographic superiority of the east side of the bay. Lastly, the industry itself is changing. As an example, because of vessel sharing, there are now fewer customers to call on San Francisco.

Just last week, staff met with a major container line to woo them to San Francisco. They indicated that, by the end of March, they will enter a vessel sharing arrangement with another large line. Because of that they could not split their operation and will be forced to continue to call on Oakland. It's for these reasons we feel that to build the gauntlet track will not attract any more customers to San Francisco. Also, if you were to decide to build the gauntlet track, you would have to be prepared to make other improvements as well. To stay in this game, it has to dredge to accommodate the larger and newer generation vessels. To simply do the study for the dredging, our share is $1.5 million; and to perform the dredging would be several more millions. We would have to purchase at least two new cranes at $7.5 million each. At a minimum, we would have to spend at least another $28 million. There is a strong feeling of build it and they will come; unfortunately, we have already seen the trend and know this not to be true. When Evergreen told us that they will not be staying in San Francisco, we asked them why (because at that time we had already begun the design on the tunnel project in the hope that we could retain Evergreen.) They said the tunnel project had nothing to do with their decision. They based their decision largely on two factors: (1) Oakland has three railroads and we have one; and that the level of rail service is far superior in Oakland than in San Francisco; (2) there was a continuing trend of cargo sourcing relocating to the east bay and saw nothing in the future that would reverse this trend. Essentially, the same reasons were given by Hanjin. It's for these reasons, regretfully, that we recommend not go forward with the tunnel project; we save what money that we would contribute to this project and put it into other projects that will be more worthwhile for the waterfront.

We asked VZM to review studies performed by Port staff as well as other pertinent studies of shipping and cargo in the bay area and the west coast. Their analysis and recommendation are almost identical to ours and they recommend that there would be no reason to build the tunnels for they will not attract container cargo at this time.
Mr. Bouey also stated that a revised resolution has been given to the Commission regarding this item.

The following were the public comments:

1. Brian McWilliams, ILWU

   - Spoke against the passage of the resolution because he feels that it has an important impact on the future of the Port and the community.
   - The community needs an opportunity to have some input.
   - Maritime resource is very important.
   - A tremendous amount of time and effort was put forth on the tunnel project
   - The Port is sending a message to the rest of the shipping world that San Francisco is not interested in the maritime business.
   - Urged the Commission to vote against the resolution; or put it off for a while until the community has the ability to come back with a short study.

2. Marina Secchitano, Member of the Waterfront Advisory Board and Inland Boat Association

   - One of the things the Waterfront Advisory Board made clear was the Port of San Francisco should be maintained as a viable Port and encourage any kind of shipping in any way possible.
   - This seems to shut the door. A lot of the members would feel that it's something to discuss further.

3. Gunnar Lundeberg, Sailors Union of the Pacific

   - Echoed the same sentiments as the previous speakers.
   - Finds it incredible to hear that the Port of San Francisco is turning its back from its maritime future let alone its maritime past by a simple action of this Commission.
   - Urged Commission to vote this resolution down.

4. George Romero, ILWU 10

   - With the impact of a decision with this magnitude; it would not be appropriate to deal with as a one-time agenda item.
   - Thinks that San Francisco would be in a very attractive position if these tunnels were available and a rail service was available that could be dedicated to a container operator.
   - Because Oakland has a potential capacity doesn't necessarily mean that there's no place for San Francisco whether it be short or long term.

- Knows that the emphasis of citizens advisory committee is on maritime operation and there's been a great number of compromises in terms of realizing the changes that have taken place.

- It's premature to close the tunnel project now. We should figure out how we can make this work rather than abandoning it.

- This resolution should not be voted out; it should be put over for further deliberation.

5. Jim Herman, ILWU

   - He's distressed to hear what's happening with the tunnel project given the commitments that had been made and the absence of any of the negative points of view.

   - The disadvantages recited by the Executive Director cannot be discarded by a wave of a hand.

   - This Port had a vision 10-12 years ago to modernize the terminals, to create new container facilities, install new cranes that would make this a deep harbor Port and reinstate its greatness.

   - If you vote this resolution down, it would mean that the chance of this Port ever becoming viable again is slim. It would advertise to the world that the Port of San Francisco is a "has-been" facility.

   - In his opinion, this Port can effectively compete. This Port is a natural deep harbor facility.

   - Since the Port has $8 million grant money - suggested putting together a broad base committee of the community and people knowledgeable of this industry to evaluate if there is some reasonable basis for anticipating a resurrection of maritime industry in San Francisco.

Mr. Bouey pointed out that Mr. Michael Zachary, the senior vice president of VZM was available to answer any questions. Mr. Zachary stated that he is the "father of the tunnels." He discovered the tunnel problem in 1983. He emphasized that no one is stating that the Port of San Francisco is leaving the maritime business. His company has worked for every major container port in the United States. Not every port has to have a container crane to make it a viable maritime port. He commented that the Port of San Francisco should attempt to find niche cargo that the Port can effectively compete on.

In reply to Commissioner Hardeman's inquiry, Mr. Zachary stated that in 1983, he personally did the study as part of the master plan that developed Piers 92-96 and Pier 80 as a container terminal. They discovered in late 1983 that there were some tunnel restrictions. They published a report in February 1984 that identified the trouble with the tunnels, the clearance issue and came up with the recommended solution. They approached Southern Pacific but SP indicated they did not want to serve the Peninsula. SP has never endorsed the project.

Commissioner Halsted added that the tunnel project has been a constant subject. Past Port Directors stated that they were working on the tunnel project and meeting with SP and expected something to happen momentarily but nothing happened. SP did not live up to the spirit of its commitment.

Commissioner O'Neill added that in 1993, a meeting was held at Mayor Jordan's office with SP's top management and promises and assurances were given but nothing has been done to date. He also pointed out that according to the Port's status of accounts receivable, SP owes the Port $88,538 and SP intends to offset these invoices against tunnel projects and engineering cost. At the last Commission meeting where the next fiscal year's budget was adopted, he inquired if the budget would maintain an adequate staffing level to pursue the first strategic goal, which is maritime; the Commission was assured that we have the same marketing operational staff to put proposals together to market and attract new lines to San Francisco. He then inquired if we knew if we could keep the ISTEA funds within the Port. Mr. Bouey stated that we will attempt to keep these monies within the Port and our secondary goal is to keep them within the City and County of San Francisco; however, there are no guarantees and it's most likely that we will not be able to retain these funds. Commissioner O'Neill stated that he's bothered by the message we are sending out.

In response to Commissioner Hardeman's inquiry, Mr. Bouey stated that the Port had been granted extensions to finish our study; and the only way to get another extension from MTC would be to commit to do an EIR study. At the same time, these funds have to be committed by mid-1997. If we went through an EIR process and didn't do the tunnel project, we leave little hope that some other agency could expend those monies in the time allotted. If the decision is to not move forward with the tunnel project, staff will ask MTC if the Port can keep the money. Mr. Bouey also pointed out that the EIR process will be challenged by Tuntex. We are now looking at an EIR which will be fought, will be delayed and could potentially result in a legal action.

Commissioner Cook commented that this is a very tough vote and difficult for the Commission to make a decision such as this. This has been a discussion for many years. People think that this represents the death of shipping in San Francisco, in fact, we are only making a change. We are not closing the tunnel; we are only voting against increasing capacity of the tunnel. At this point, we have $53 million bond indebtedness, most of which went to shipping. This vote is based on economics, based on the realization that we do not have a base of support that in any way can get a fair return of $12 million of taxpayers money and he sees no reason to pursue the tunnel project. Mr. Herman stated that the Port historically has given precedence to cargo, maritime services up to and including the investment of a significant amount of money. The Port should, within a rational range, do all things necessarily possible up to and including the subsidy of cargo to maintain the viability of the Port. Commissioner Cook countered that an investment for the dredging, cranes cost $28-30 million. This investment makes no sense economically.

Commissioner Cook reiterated that a cost to do an EIR and a commitment from the Port is not in the best interest of the Port. We cannot continue to invest on a project that has no economic benefit to the Port.

Commissioner Halsted stated that she's also troubled, however, she believes that there are too many elements against us to retrieve what we had in this container and shipping business. She doesn't think that the tunnel project will make any difference as she cannot see how it will bring one shipping line in the next five years. She believes that the option still exists if the technology changes. She does not endorse spending more money in this direction for which she cannot see any payoff.

Mr. Herman asked the Commission not to slam the door on something so critical as to preserving this magnificent facility. He suggested putting together an authoritative committee to see what can be done. Mr. Zachary stated that over a year ago, Mr. Abernathy chaired a roundtable discussion on containerization at the Port of San Francisco with representatives from shipping lines, stevedoring and came up with the same conclusion which is ships will not call on San Francisco. As well, the stevedores indicated that they would be more productive in Oakland. He believes that the community has had its input.

Commissioner O'Neill was disappointed that the Commission has to vote on this today as he believes it's the wrong message to send out and will vote against it. Commissioner Cook stated that enough studies have been done and enough time has been put forth in this issue and it's time to vote and make a decision.

Commissioner Halsted asked for clarification about the time deadline. Mr. Bouey reiterated that MTC gave us an extension until March 1 and they would only grant another extension if we would agree to do an EIR. The EIR process will take a year or more. Veronica Sanchez, manager of legislative affairs, stated that there is a whole line of projects (in line for these funds) which are evaluated for their merits. If this project does not go forward, MTC will have to go through that list to pick the projects that are ready to go. We have been granted two extensions to allow the Port to analyze the issues very thoroughly and the only criteria for another extension would be if we show demonstrable progress on the project which is a commitment to do an EIR.

In response to Commissioner O'Neill's inquiry regarding the deadline, Mr. Bouey stated that he takes full responsibility. He wanted staff to be well prepared and the issue fully analyzed before putting this item before the Commission. When the study was initiated, it was for opposite intention, which is to devise a strategy for containerized cargo. What emerged was the Port has to redefine its strategy.

Commissioner Lee inquired about the $8.9 million funds. Mr. Bouey stated that the Port has committed $2.3 million of its funds; if we don't do the project, the $2.3 million minus the amount we have expended for the design of the project reverts to the Port fund. Commissioner Lee stated that this is a very difficult decision for the Commission.

Commissioner Hardeman inquired about the least amount of money that the Port would be required to invest. Mr. Bouey stated that in addition to the tunnel project, there are other projects to be done. The bottom range is in the neighborhood of $30 million. In view of what's happened in the last five years and in view of what's been presented today, if you spend $2 million for the tunnel project and $30 million for other improvements, it's still not likely that we'll get a major carrier. When we went to Hanjin and Evergreen, we offered them discounts of more than $1 million a year and said we'll build the tunnel project. As a show of our commitment to Evergreen and Hanjin, we started and have completed the design for the tunnel project and informed them we have the grant monies to build the project; and they declined.

ACTION: Commissioner Lee moved approval; Commissioner Halsted seconded the motion. Commissioners Cook, Halsted and Lee were in favor of the resolution. The resolution was passed 3-2. Commissioners O'Neill and Hardeman casted the dissenting votes.

4. TENANT & MARITIME SERVICES

A. Approval of Amendment to Option and Lease Agreements with San Francisco Redevelopment Agency (Resolution No. 95-14)

Mr. Bouey stated that in December, the Port Commission reached a settlement agreement with the Redevelopment Agency with regard to the Option Agreement; part of the settlement agreement required the Port to adopt these two amendments. The first deletes references with regard to reimbursement for the cost of relocating the Pier 40 ship repair facility and the second is to change the base date for the adjustment of minimum rents from one day prior to the Possession Date of each lease to one day prior to the date of execution of the Option Agreement.

Commissioner O'Neill referred to page 2 of the status of accounts receivable and noticed that the Department of Parking and Traffic owes the Port $9,736. Mr. Bouey stated that Mr. Kutnick, Director of Administration, has already contacted the Department of Parking and Traffic staff.

ACTION: Commissioner O'Neill moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; the resolution was adopted.

5. FACILITIES & OPERATIONS

A. Authorization to issue a Request for Proposals for Engineering Services for earthquake repair design at Pier 48 (Resolution No. 95-16)

Mr. Bouey stated that this is a straightforward item; staff requests authorization to RFP the above work. Commissioner Cook inquired about the scope of work. Mr. Cruz indicated that the work is to address earthquake damages beyond the initial scope of work when the initial investigation was done. This would be additional work and will come from FEMA funds, no cost to the Port.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. PLANNING & DEVELOPMENT

7. ADMINISTRATION

8. CONSENT CALENDAR

A. Authorization to accept the work on Contract 2578, "Pier 80, Container Terminal North, Pavement and Utility Improvements" and make final payment to Ghilotti/Rosas, a Joint Venture for a total contract amount of $6,567,717.76 (Resolution No. 95-17)

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

9. NEW BUSINESS

10. EXECUTIVE SESSION

At 6:10 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to an executive session to discuss the following matters:

A. CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (2 cases).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Bob Muir

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in a public session at 6:55 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner O'Neill seconded the motion. All Commissioners were in favor.

Meeting was adjourned at 7:00 p.m.

4/95

SAN FRANCISCO
PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, MARCH 14, 1995
3100 FERRY BUILDING
SAN FRANCISCO, CALIFORNIA

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES -** February 28, 1995 Minutes

3. **EXECUTIVE**

    A. Executive Director's Report

4. **TENANT & MARITIME SERVICES**

5. **FACILITIES & OPERATIONS**

6. **PLANNING & DEVELOPMENT**

    A. Professional Services Contract No. CT 3930043, "Ferry Building Historic Renovation Feasibility Study and Conceptual Design," Polshek and Partners Architects, approval to execute Modification No. 1 to provide additional engineering and design related services at a cost not to exceed $210,000. (Resolution No. 95-21)

7. **ADMINISTRATION**

8. **CONSENT CALENDAR**

    A. Approval of travel for one Port representative to attend the AAPA Legislative Spring Conference in Washington, D.C. and meet with legislative and agency representatives regarding Port projects, in accordance with the Port's Fiscal Year 1994-1995 budget. (Resolution No. 95-18)

    B. Approval of travel for one Port representative to attend the Osaka Sister Port Conference in Osaka, Japan, in accordance with the Port's Fiscal Year 1994-1995 budget. (Resolution No. 95-19)

    C. Approval of travel for one Port representative to attend the National Passenger Cruise Convention in Miami, Florida, in accordance with the Port's Year 1994-1995 budget. (Resolution No. 95-20)

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

A. CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (1 case).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

11. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

DISABILITY ACCESS

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SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE MEETING
MARCH 14, 1995

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1. **ROLL CALL**

The meeting was called to order by Commissioner Frankie Lee at 4:07 p.m. The following Commissioners were present: Frankie Lee, Anne Halsted, Frank O'Neill, Michael Hardeman. Commissioner Preston Cook was not present.

2. **APPROVAL OF MINUTES** - February 28, 1995 Minutes

ACTION: Commissioner O'Neill requested postponing the approval of the February 28, 1995 minutes to the next scheduled meeting. The Commission agreed.

3. **EXECUTIVE**

A. Executive Director's Report

1) At the last meeting, Mr. Bouey reported that as part of the Port's efforts to assist Fisherman's Wharf industries that we were going to place a banner in support of the sport fishermen. He then showed to the Commissioners pictures depicting the banner. One of the captains of the boats at Fisherman's Wharf commented that the banner has already been a success. Six people have called and booked reservations on a sport fishing boat. He commended the marketing department for their efforts.

2) Mr. Bouey mentioned the recent article in the newspaper regarding crabpots and stated that the correct term is crab cookers. He stated that he had been apprised that there was a feeling that perhaps the Port was somehow complicit in the Health Department's inspections and assured the Commission we were not. The Port is 100% behind its tenants on this issue. We will work with our tenants and the Health Department to see if perhaps some accommodations can be reached such as a broader interpretation of the State and Federal laws. If an accommodation cannot be reached, perhaps a legislative solution could be found for these tenants.

Commissioner O'Neill moved approval that a letter be sent to the Fisherman's Wharf tenants offering our 100% support for their position and in maintaining a 100+ year tradition at Fisherman's Wharf. Commissioner Hardeman seconded the motion. All Commissioners were in favor.

4. **TENANT & MARITIME SERVICES**

5. **FACILITIES & OPERATIONS**

6. **PLANNING & DEVELOPMENT**

A. Professional Services Contract No. CT 3930043, "Ferry Building Historic Renovation Feasibility Study and Conceptual Design," Polshek and Partners Architects, approval to execute Modification No. 1 to provide additional engineering and design related services at a cost not to exceed $210,000. (Resolution No. 95-21)

Mr. Bouey stated that using grant monies, the Port hired Polshek and Partners to conduct the first phase of the feasibility study for developing and renovating the Ferry Building. David Robinson, of Polshek and Partners, delivered the results of that study to the Commission at a previous meeting. In that study, Polshek developed five alternatives to study the architectural, historic, financial and economic elements of each. Staff continues to work on developing the RFP for the renovation and development of this building. As part of that work, staff has identified several areas which warrant additional investigation. These areas include, but are not limited to, a more thorough investigation of the building's foundation, relocation impact study and an expanded historic property study. This is a large modification; 32% of the work will be subcontracted out to MBE/WBE firms. While normally, we would prefer to go out for a new bid, since we already have a consultant who has spent sufficient time studying this building and has a firm understanding of it, we feel that it is more expedient and efficient to go with this firm.

Commissioner O'Neill stated that it was his recollection that this issue came up in 1993 when we issued the RFP and issued a study authorizing $456,000 and now the Commission is being asked to modify that adding $210,000. He stated that these modifications were discussed in the past wherein the Port issued in good faith an RFP. He wondered why this was not known when the RFP was issued and if this will ever end as modifications have been discussed at length in the past.

Mr. Bouey responded that we have two types of contract that we let, namely: construction and consulting. In March, the construction contract modification issue was addressed by establishing a policy in which modifications were classified as Type I and Type II. With every construction contract, staff is permitted to issue Type I modifications within the allowed dollar amount as long as they stay within the scope of the agreement. Type II modifications are those modifications that exceed that allowed dollar amount or change the scope of the contract; and they require the Commission's approval. So far, staff has adhered to the policy. Here, we have a different situation and a unique situation. Once staff has analyzed the results of the first study and looked at developing an RFP, staff realized that additional information is needed. He stated that there are two ways to go: (1) to go out for a new contract which is time consuming; will probably cost more money and require us to pay to bring someone up to a learning curb and (2) we can modify the existing contract. While this is not the type of contract modification that he'd like to bring to the Commission, as a business proposition, Mr. Bouey believes that in this instance it's in the Commission's best interest.

Commissioner O'Neill stated that the amount requested is almost 50% increase over the original contract amount. He hopes that staff can write an original RFP with better parameters. Mr. Bouey reiterated that this is a unique situation and it would be in the best interest of the Port.

Commissioner Lee commented that he shares the same concerns as Commissioner O'Neill. He stated that in the consulting business, contract modification is not unusual, sometimes necessary; but that there should be a limit which is 10% - 20% of the dollar amount of the original contract. He understands that there is a time issue with this contract and the consultant is first-rate. However, he believes that the Port is depriving many outstanding consultants in the City an opportunity. He asked that we should be fair to all consultants. He mentioned that if he sees any more contract modification that is more than 20%, he will vote against it. He worked with staff on this particular modification and understood that not all $210,000 will go to the same team and he then asked for further clarification.

Ms. Sharon Polledri explained that the original feasibility study was for a consulting team which consists of 14 professional services firms. There are 9 firms working on this modification whose work is to improve the detail into certain aspect of the study for the Ferry Building that would better position us as we prepare the RFP to achieve appropriate interest. Part of that is to provide more certainty with regulatory approvals or with physical investigations and cost exposures to physical applications. These costs are covered by federal grant monies. Staff could have presented the Commission with an RFP that would have covered an array of possible potential services in the initial feasibility study but felt that it would be more responsible at that point to underline what was the overall development issues and alternatives in the renovation of the building and having done so, these additional services were identified. Having heard additional comments, staff is looking very seriously as we proceed with our contracting of professional services to provide more opportunities for other talented consulting firms in the community.

Commissioner O'Neill inquired about the preferential rating given to local firms. Mr. Bouey responded that local firms get 5%. Commissioner Halsted inquired about the schedule of completion for this contract. Ms. Polledri responded that the contract will be completed in December 1995.

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. ADMINISTRATION

8. CONSENT CALENDAR

A. Approval of travel for one Port representative to attend the AAPA Legislative Spring Conference in Washington, D.C. and meet with legislative and agency representatives regarding Port projects, in accordance with the Port's Fiscal Year 1994-1995 budget. (Resolution No. 95-18)

B. Approval of travel for one Port representative to attend the Osaka Sister Port Conference in Osaka, Japan, in accordance with the Port's Fiscal Year 1994-1995 budget. (Resolution No. 95-19)

C. Approval of travel for one Port representative to attend the National Passenger Cruise Convention in Miami, Florida, in accordance with the Port's Year 1994-1995 budget. (Resolution No. 95-20)

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolutions on the consent calendar were adopted.

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

At 4:25 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to an executive session to discuss the following matters:

A. CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION

Motion that Port Commission meet in closed session to confer with Counsel to discuss significant exposure to litigation pursuant to subdivision (b) of California Government Code Section 54956.9 (1 case).

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

Commissioners Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in public session at 5:50 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner O'Neill seconded the motion. All Commissioners were in favor.

Meeting was adjourned at 5:55 p.m.

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28/95

SAN FRANCISCO PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, MARCH 28, 1995
ROOM 3100, FERRY BUILDING
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES**

   A. February 28, 1995 Minutes

   B. March 14, 1995 Minutes

3. **EXECUTIVE**

   A. Executive Director's Report

4. **PUBLIC HEARING**

   A. Public Hearing to review the construction of a small maintenance building on the Hyde Street Pier, National Maritime Park Facility. **(No Port Commission Action Required)**

5. **TENANT & MARITIME SERVICES**

   A. Approval of new Management Agreement with Marine Terminals Corporation for Pier 27 effective April 1, 1995. (Resolution No. 95-23)

   B. Recommendation that the Port Commission rescind the Request for Proposal (RFP) for the Mission Rock Resort issued on April 11, 1994. (Resolution No. 95-24)

6. **FACILITIES & OPERATIONS**

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Approval of Lease with Jeannie Mason at Pier 26. (Resolution No. 95-25)

10. **NEW BUSINESS**

11. **EXECUTIVE SESSION**

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

12. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

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San Francisco, CA 94111
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Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

March 28, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Exectutive Director

SUBJECT: Public Hearing to Receive Comments on a Proposed Maintenance Building on the Hyde Street Pier , San Francisco Maritime National Historic Park.

The San Francisco Maritime National Park seeks a building permit from the Port for the construction of a new maintenance building on the Hyde Street Pier within the National Maritime Park Facility. The maintenance building is proposed to replace a mobile trailer, and several other smaller structures on the Pier. The structure will also allow both the Shipwright's shop and Ranger office to be relocated from historic vessels currently moored at the Pier.

The structure will be 34' X 70' and approximately 24' in height (one story with a partial loft). The structure would consist of 2380 square feet of repair and wood shop and approximately 750 square feet of office. The structure as proposed would be wood frame with painted, rough-sawn siding, similar in character to the existing architectural style of the structures on the Pier. An architectural rendering is enclosed for the Commissions review.

Project managers have received a Categorical Exemption under the California Environmental Quality Control Act (CEQA) from the Office of Environmental Review (Sections 21083 and 21087, Guidelines, Section 15300-15329; Public Resources

THIS PRINT COVERS CALENDAR ITEM NO. 4A

Code, Section 21084. Section Number 15303, Class 3(c) and Section Number 15311, Class 11). Class 3 allows for the construction of a new small facility or structure; Class 11 allows for the construction or placement of minor structures appurtenant to existing institutional facilities.

The project has also been reviewed by the San Francisco Bay Conservation and Development Commission (BCDC). The Commission granted Amendment No. 5 to Consistency Determination No. 10-88 on September 28, 1994.

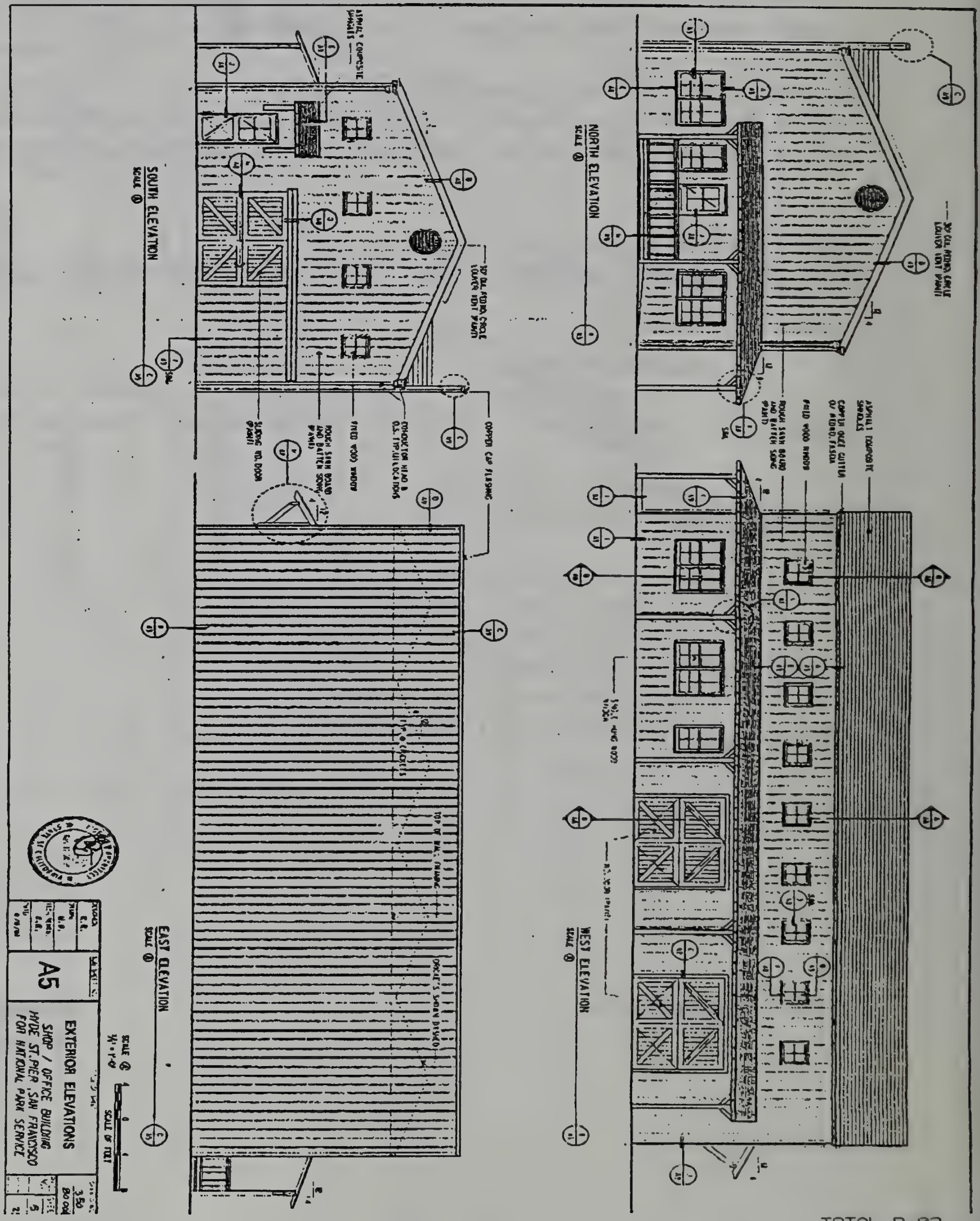
According to National Park Service (NPS) staff, the proposed building is included in a Draft General Plan that has been in the planning process for the past four years. A draft of the Plan will be available this spring for public review and comment. Port Planning and Development Staff will be meeting with Park Staff to coordinate planning efforts in the area.

The San Francisco Maritime National Historic Park staff is anxious to proceed with this project prior to the issuance of the draft General Management Plan, in order to meet a funding deadline. The construction money for the structure must be drawn down by May 1, 1995 or the funds will be re-programmed to other national parks in the Western Region. Given the number of inquiries the proposed project has generated, Port Staff has scheduled the public hearing at this time to allow the Commission and the public an opportunity for comment before the Executive Director renders a decision on this project.

(NO PORT COMMISSION ACTION REQUIRED).

Prepared by: Sharon Lee Polledri,
Director of Planning and Development

Emilio Cruz
Director of Facilities and Operations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FIXED WOOD WINDOW
ROUGH SAWN BOARD AND BATTEN SIDING (PAINT)
SLIDING WD. DOOR (PAINT)
COPPER OGEE GUTTER OV REDWD. FASCIA
TOP OF WALL CHAMFER
EXTERIOR ELEVATIONS
SHOP / OFFICE BUILDING
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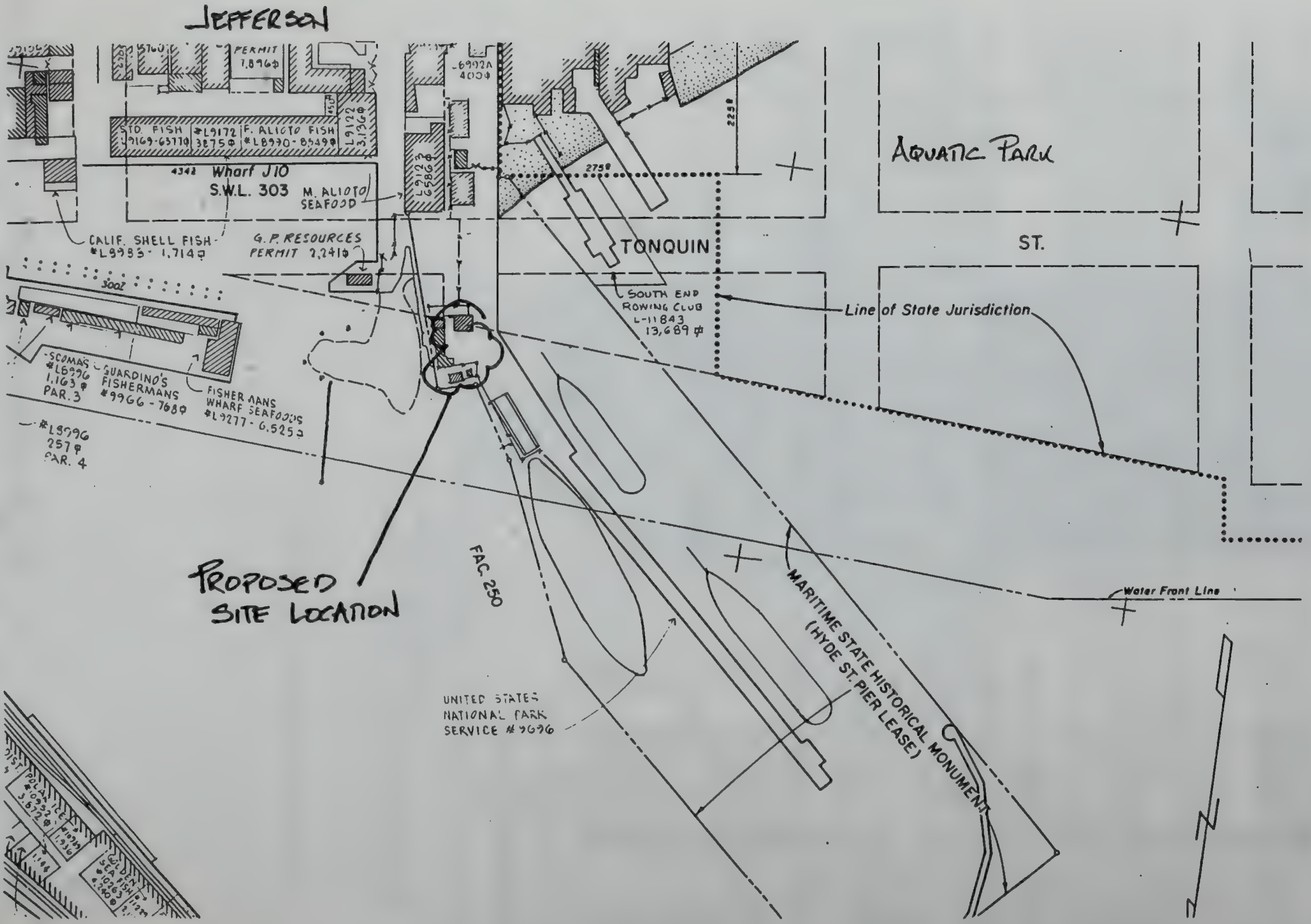
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M. ALIOTO
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UNITED STATES
NATIONAL PARK
SERVICE #9696
Water Front Line

PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

March 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Authorization to enter into a new Management Agreement with Marine Terminals Corporation for the operation of the Terminal at Pier 27 and a portion of Pier 29

DIRECTOR'S RECOMMENDATION: APPROVE MANAGEMENT AGREEMENT WITH MARINE TERMINALS CORPORATION

Marine Terminals Corporation has successfully managed the newsprint terminal at Piers 27 and 29 since April, 1984 under an original five-year agreement which has been further extended at various times and currently expires March 31, 1995.

Marine Terminals Corporation has a two-year contract with Fletcher-Challenge, the manufacturer and shipper, to handle the off-loading and storage of newsprint.

A new five-year management agreement has been negotiated for operation and management of the newsprint terminal incorporating the following terms:

Term: Five (5) years commencing April 1, 1995.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

Premises:	All of Pier 27 and a portion of Pier 29 Shed which receive all of San Francisco's waterborne newsprint shipments.
Relinquished Space:	Port will retain approximately 100,000 square feet of Pier 29 Shed for potential leasing which is excess to the needs of Marine Terminals Corporation for newsprint handling and storage.
Port Revenue:	Port receives all tariff, dockage and wharfage revenue.
Compensation to Management Contractor:	Port receives all tariff revenues up to $435,000 ($185,000 is projected for 1994/95). Marine Terminals Corporation receives compensation for operating the terminal and providing stevedoring services from the owner of the newsprint.
Termination/ Relocation:	Contract Years 1-2: Marine Terminals Corporation shall not be obligated to vacate the Facility and relinquish possession unless the Port first provides an alternate location. Contract Years 3-5: Port has the right to relocate Marine Terminals Corporation at no cost to the Port. If Marine Terminals Corporation deems the relocation site unacceptable, it may cancel the agreement upon ninety days' written notice. Port may also terminate the agreement at any time upon ninety days' written notice.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-23

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases, agreements and franchisees granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Marine Terminals Corporation has managed the facilities located at Piers 27 and 29 as marine terminal operator since 1984 and has terminal and stevedoring contracts with the present shipping line users of such facilities; and

WHEREAS, Port desires to contract with Marine Terminals Corporation to continue its service as marine terminal operator and manager of such facilities, and Marine Terminals Corporation desires to contract with Port to continue to perform such services, all on the terms and conditions set forth in said Agreement; now therefore be it

RESOLVED, That the Port Commission hereby approves that certain Management Agreement dated March 28, 1995 and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of March 28, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
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Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

March 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Recommendation to Rescind the Mission Rock Resort RFP

DIRECTOR'S RECOMMENDATION: RESCIND MISSION ROCK RESORT RFP

The San Francisco Port Commission authorized Staff to issue a Request for Proposal (RFP) for the Mission Rock Resort site located at 817 Terry Francois Blvd., San Francisco. On October 28, 1994, Port staff received four proposals in response to the RFP. One proposal was rejected as untimely and another was later withdrawn by the proposing firm.

On January 24, 1995, staff recommended that the Port Commission reject all proposals due to the minimal body of remaining competition and the potential for greater economic returns to the Port if re-bid. The Commission declined to reject all proposals and directed Staff to continue the review process of the proposals submitted by the Eileen Long Group and Mrs. Norma Wahl.

THIS PRINT COVERS CALENDAR ITEM NO. 5B

Pursuant to the terms of the RFP, in order for a proposal to be considered the proposer must meet all of the following minimum qualifications:

1. Have five (5) consecutive years of verifiable and direct experience managing and operating a similar restaurant; and
2. Have the ability to perform the financial obligations under the lease; and
3. Have a satisfactory record with similar businesses; and
4. Meet the Port's standard criteria for credit worthiness.

Staff completed its review of the two proposals and determined that neither of the proposing entities met all of the minimum qualifications set forth in the RFP and were therefore non-responsive.

The Eileen Long Group fails to meet the Port's standard criteria for credit worthiness. Eileen Long's TRW risk score of 328 resulted in a "Poor" credit worthiness rating which was confirmed by a pattern of poor payment history and public records. A Dun and Bradstreet report on Martin Macks showed three (3) State Tax Liens in favor of the State Department of Employment Development for 1992, 1993, and 1994 (cleared in 1994). Martin Macks also has two (2) unsatisfied Tax Liens in favor of the City and County of San Francisco for unsecured personal property tax for 1993 and 1994 in the amount of $3,880.00. Further, the California Corporate Commission suspended the corporate status of Martin Macks in 1992 due to non-payment of corporate taxes. This suspension remains in effect. While the Long Group asserts that they have rehabilitated their credit deficiencies and corrected their cash management procedures, the high TRW risk score attributable to Eileen Long and the overall pattern of derogatory credit history and public records supports the staff determination that the entity is not credit worthy.

Norma Wahl fails to meet the third and fourth responsiveness criteria. Mrs. Wahl's operational history of the Mission Rock Resort has not been satisfactory as evidenced by the number of incidents involving the S.F. Police Department, the S.F. Fire Department, and the Port's Building Department. Other considerations factored into the Port's determination were poor compliance with the insurance and audit provisions of the lease. Regarding credit worthiness, while Norma Wahl's TRW risk score is excellent, her history of timely payment of rent to the Port is unsatisfactory. In the previous 3 year period, rent payments were either late or returned for non-sufficient funds 13 times. This pattern warranted a determination that Mrs. Wahl represents a poor credit risk.

On March 8, 1995, Staff notified both entities of the determination of non-responsiveness and the basis therefore. The entities were given an opportunity to provide written evidence to the Port demonstrating their responsiveness to the Minimum Qualification criteria and were directed to submit such evidence no later than March 17, 1995. Both bidders provided a written response in a timely manner, however, the information did not change Staff's determination that they each were non-responsive.

The RFP is no longer viable given the absence of responsive proposals and Staff recommends rescission of the RFP.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-25

WHEREAS,	on April 11, 1994 the San Francisco Port Commission issued a Request for Proposals seeking a restaurant/marina operator for the Mission Rock Site located at 817 Terry Francois Blvd., San Francisco; and
WHEREAS,	on October 28, 1994, four entities submitted proposals in response to the Request for Proposals; and
WHEREAS,	one of the proposals was rejected by the Port due to a late submittal and another of the proposals was subsequently withdrawn by the proposing entity; and
WHEREAS,	the remaining two proposals have been deemed non-responsive; and
WHEREAS,	the Request for Proposals provides that the Port Commission reserves the right to rescind the RFP; now therefore be it
RESOLVED,	that the Port Commission rescinds Request for Proposals for the Mission Rock Resort Site issued on April 11, 1994.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of March 28, 1995.

Secretary

J:\...\wp51\agendas\misrock.rfp\DA\cp\March 15, 1995

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

March 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of a Lease with LGD Inc. at Pier 26

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH LGD INC.

LGD Inc., a California corporation, desires to lease one bay of shed space at Pier 26 for storage of automobiles for inspection by insurance claim adjusters. The Port and LGD have negotiated a lease (L-12083) incorporating the Port's standard language with terms as follows:

1.	Term:	Three (3) years commencing April 1, 1995
2.	Premises:	2,551 square feet (one bay) of shed space on the south side of Pier 26
3.	Rent:	$892.85 per month with annual CPI increases
4.	Monthly Rental Rate:	$.35 per square foot per month
5.	Improvements:	Tenant is required, at its sole cost and expense, to install a demising fence around the perimeter of the Premises
6.	Real Estate Broker Commission:	$964.28 (3% of three years' Rent)
7.	Net Effective Rental Rate:	$.34 per square foot per month

THIS PRINT COVERS CALENDAR ITEM NO. 9A

Commission approval is required because the net effective rate of $.34 per square foot is below the standard leasing parameter of $.35 per square foot for open shed space located south of the Ferry Building when the leasing commission is factored in.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-25

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and
WHEREAS,	LGD, Inc., desires to lease 2,551 square feet of open shed space at Pier 26 for a period of three years under terms and conditions acceptable to the Port; therefore be it
RESOLVED,	That the Port Commission hereby approves that certain Lease L-12083 and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

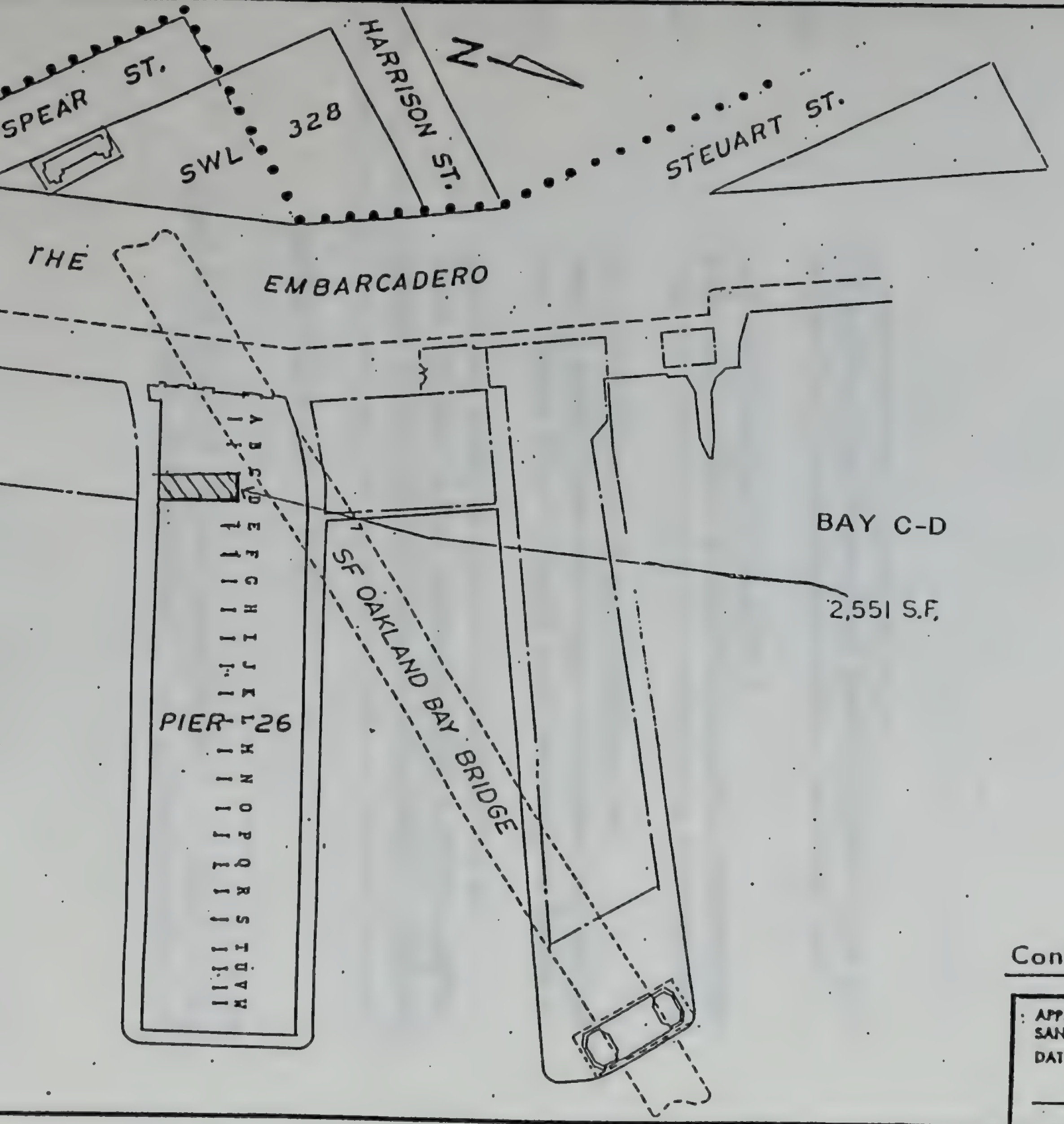
I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of March 28, 1995.

Secretary

J:\...\wp51\agendas\LGD.mem\JS\cp\March 16, 1995

INITIAL

EXHIBIT A


SPEAR ST.
SWL 328
HARRISON ST.
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STEUART ST.
THE EMBARCADERO
PIER 26
A B C D E F G H I J K L M N O P Q R S T U V W
SF OAKLAND BAY BRIDGE
BAY C-D
2,551 S.F.

Contract No. L-12083

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE
CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

LGD INC.

IN CHARGE OF
MADE BY R.C.
TRACED BY
DRAWING NO. 1260-0-0009
CHECKED BY
DATE 2-6-95
SCALE
SHEET NO.
OF SHEETS

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SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
MARCH 28, 1995

1. ROLL CALL

The meeting was called to order by Commissioner Preston Cook at 4:03 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, and Francis O'Neill. Commissioner Michael Hardeman was not present.

2. APPROVAL OF MINUTES

A. February 28, 1995 Minutes

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the minutes were adopted.

B. March 14, 1995 Minutes

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the minutes were adopted.

3. EXECUTIVE

A. Executive Director's Report: Mr. Bouey reported on the following:

1) Damage Survey Reports: Staff has negotiated new Damage Survey Reports (DSRs) with FEMA. These DSRs are for additional repair and upgrade of damaged piles and decking at the ferry plaza pier and Piers 27/29. The amount to be awarded is $3,963,000. He congratulated the Facilities & Maintenance Department for being able to negotiate these new monies.

2) Cruise Greeters Program: Our Marketing Department is working on a Cruise Greeters Program so that when people arrive they will be greeted by people who can explain where things are in the City, how to get there and offer other assistance.

3) Defense Conversion Grant: The Port was fortunate to be the first recipient of a Defense Conversion Grant. With one-and-a-half million dollars, together with the $250,000 that we received from the State and $250,000 Port money, we will be able to repair one crane and upgrade others. After making these repairs, it's our belief that it will extend the life of the cranes as well as be more efficient and attract not only new class of ships, but get ships in and out of the drydocks faster, thus making our tenants more competitive. He commended Veronica Sanchez for all her efforts in obtaining this grant money.

With regard to the Defense Conversion Grant, Commissioner O'Neill inquired whether the Port is going to do anything on our ship repair training facility that would involve our local community. Mr. Bouey will review the file and give Commissioner O'Neill an answer regarding this matter.

4. PUBLIC HEARING

A. Public Hearing to review the construction of a small maintenance building on the Hyde Street Pier, National Maritime Park Facility. **(No Port Commission Action Required)**

Mr. Bouey stated that the San Francisco Maritime National Park seeks a building permit from the Port to construct a new maintenance building. The structure will be 34 ft. wide x 70 ft. long, and approximately 24 ft. high. Their project managers have already received a categorical exemption and a permit from BCDC. He stated that staff has some concerns and believes that the project needs to be coordinated with other surrounding projects. He further stated that he has some concerns about the height. He mentioned that the reason for the public hearing is that there is a high degree of citizen interest. He indicated that the primary reason for bringing this item to the Commission at this time is that the money for this project evaporates on May 1. The National Park Service either has to obligate the money or it would pass to another park. By having this hearing today, it provides an opportunity to receive community input and, then meet with the National Park Service, before deciding whether we will issue a permit. If we deny the permit, then there will be time for the National Park Service to appeal the denial to the Commission. If the permit is issued, there is no appeal process; hence, the hearing today is for public comment.

The following were the public comments:

1) Mr. William Thomas, Superintendent of San Francisco Maritime National Historical Park:

- Due to a lack of building space at the Hyde Street Pier over the years, it was necessary to use a portion of the Eureka as a shipwright shop as well as ranger offices.

- When they begun to rebuild, they placed a temporary trailer on the pier. Their plan is to replace this trailer with a new multi-purpose building.

- Almost every day, students from all over Northern California schools spend the night aboard the schooner to learn about and experience seafaring at the turn of the century. This program will be undertaken by the National Maritime Museum Association next year. This environmental living program is situated in the trailer and they would like to move them to the Tubbs Building.

- The single story building on Hyde Street Pier is designed to look like a typical pier structure found in San Francisco at the turn of the century.

- The building will house a carpenter shop with an opening onto the pier so visitors could observe the shipwrights at work.

- Other uses for this building will be offices for the rangers, a small meeting room, and offices for the ships division.

- They designed the building with high ceilings not only because they were built that way but also looking to the future, hoping that if another industrial building nearby became available they would then convert this maintenance building into a visitor center and a theater.

- The building location was discussed extensively at a design meeting conducted by Mr. Morelli last September. From the meetings, the planners developed three alternatives for the general management plan. All three alternatives include this building.

- The multi-purpose building has been discussed at the Park Advisory Commission Meeting. The building has passed review not only by BCDC but also by the City Planning Department. Their architects have coordinated their efforts with the Port during the design period.

- The cost estimate of the building is slightly more than $400,000; with the cost of water line, it will be close to $500,000. The money comes from the National Park Service Appropriations which must be expended during this fiscal year which ends in October or it will be returned to the Treasury for allocation to another park.

2) Joel Ventresca, Chair of San Francisco Tomorrow Waterfront Committee

- No construction of any nature should take place in the maritime park until completion of a general management plan. All national park units across the country require a general management plan. They'd like to see the plan before any construction occurs.

- The design bulk, function, location and timing of this project is all wrong.

- There has not been a public hearing on this project until today. There needs to be more public hearings.

- The building is inappropriate in the sense that the functions can be located off the pier. The pier should be open and inviting to the public. This building will create a wall on the pier, obstructing views.

- This project is inconsistent with the draft general management plan.

- Taxpayers' money should not be spent on a project that does not fit on the pier. There should be a moratorium on new construction in the maritime department until a consensus oriented visionary general management plan is approved. Spending money before this happens would be a waste of money.

- Urged Commission to pass a resolution directing the Executive Director to not approve any permit until we have a general management plan.

3) Michael Morelli, Chief Planner for the General Management Plan for the Maritime Park.

- They are currently writing the draft plan. There are a number of issues that they have to resolve.

- In response to the comments regarding the pier, there was a thorough investigation and analysis on what function the pier provides not only for the historic ships but for the visitors to see the work being done on the vessels.

- There are three concepts provided in the plan on how the pier can be developed in the future.

- Once the plan comes out, the public will see how everything fits together.

- All three alternatives for this building conform to the master plan.

In response to Commissioner Lee's inquiry on the National Park Service's need for the 24 ft. height of the building, Mr. Morelli stated that he believes that the Park was looking at adding some clear space above for storage of materials.

4) Mike Berline

- Gave some background of this project and the problems encountered during the process.

- There has to be some serious rethinking on how to approach this project.

5) Jean Kortum, San Francisco Tomorrow

- She suspects that three things happened: (1) Port staff was told that the building was not controversial; (2) staff was told that this is a replacement building; (3) staff was told that this is water/maritime-oriented project.

- If this building is built, there will be no chance of doing something with the Hyde Street Pier to make it an attractive San Francisco attraction.

- No effort has been made to design a pier that would be an attraction. A few years ago, San Francisco Tomorrow urged that this be done.

- This is not a typical maritime building; this is a railroad building.

6) Bob Tibbits

- Agrees with Joel Ventresca's, Jean Kortum's and Mike Berline's comments and he then gave the history of this project.

- None of the proposed plan was ever discussed.

- Believes that this building has no place in the pier and it's not a maritime-type of structure.

- Encouraged the Commission to get something done that suits the public interest and revitalize the Hyde Street Pier.

7) Richard Everett, San Francisco Maritime National Park Service

- He directed the graphic work and some of the historical research that went into the buildings. Thanked Shawn Lonnie, intern of JFK University, who did all of the graphic work at no cost to the taxpayers.

- He disagrees with San Francisco Tomorrow in this particular instance.

- This is an opportunity to allow the re-introduction of the building that reflects San Francisco history. Whatever goes on in that building is for San Francisco maritime history.

- The 24 ft. height will easily fit into the portal of the piers.

8) George Flaherty, President of the National Maritime Museum Association

- Their purpose is to support the National Park Service, to support maritime heritage in the City of San Francisco and to provide educational programs.

- Believes that this building has merit.

- Their association has recently undertaken to purchase an educational program to teach the young people of San Francisco and Northern California about maritime heritage. They anticipate having 6,000 students on the pier overnight learning about maritime history.

- If this project is delayed, there's a 95% chance they will lose the building.

- Would like to see the trailer removed as soon as possible and design an appropriate building and allow the National Park Service to proceed with the structure.

9) Neil Chaitin, Chairman of the Advisory Commission for S.F. National Maritime Historic Park

- He has met with many people who have concerns about this building at the same time he's aware of the Park's problems and he's concern about the future funding of the Park. If the money is not utilized now, there's a slim chance that the Park will ever get it again.

- Supports the Park Service in this project.

Commissioner Cook stated that the Commission is not voting on this issue. This is a public hearing and a decision has not been made by the Executive Director. Commissioner Cook stated that he visited the area to make sure that there is something appropriate in that area and to make sure there were no view corridors blocked. He indicated that what we have here is a maritime building for the maritime industry. There are people who say they are for the maritime industry but they do not want this building. He urged the Executive Director to make a decision as quickly as possible to go forward with this building so we can expand the facilities at the Hyde Street Pier.

Commissioner Halsted stated that it is up to staff to make the decision. It seems inappropriate to take a position before the staff's recommendation. She encouraged all parties involved to continue the constructive conversation.

Commissioner O'Neill complimented the Maritime Museum and their activities thereon involving 6,000 students. He stated that this is a unique experience and a worthwhile endeavor. He'd like to see these kinds of things encouraged and carried forward. This is a magnificent place he's always proud of and would like to see it continue to flourish.

Mr. Bouey reiterated that if we did not issue the permit, the National Park Service will be able to appeal; and if we do issue the permit, there is no appeal process.

5. TENANT & MARITIME SERVICES

A. Approval of new Management Agreement with Marine Terminals Corporation for Pier 27 effective April 1, 1995. (Resolution No. 95-23)

Mr. Bouey stated that MTC has handled newsprint at Piers 27/29 since 1994. Under this new proposed agreement, they will return approximately 100,000 sq. ft. of their current leasehold and there is an early termination provision after the second year.

Commissioner O'Neill inquired about the termination location and wondered if this is at Port's cost. Mr. Bouey stated that if we want to relocate them in the first two years, it would be at our cost. It is highly unlikely that we would relocate them the first two years. However, it was negotiated that in years 3-5, if the need arose, that we could relocate them at their cost and if MTC found the site selection unacceptable, they could then break the lease.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Recommendation that the Port Commission rescind the Request for Proposal (RFP) for the Mission Rock Resort issued on April 11, 1994. (Resolution No. 95-24)

Mr. Bouey stated that this item was before the Commission in January. At that time, staff recommended that the Commission reject all the proposals. After listening to two of the applicants, the Commission asked staff to see if the applicants met our criteria, and if they did so to set up an interview panel, with the result brought back to the Commission. Staff, after having spent considerable time reviewing both the Eileen Long and Norma Wahl proposals, found that both proposers fail the Port's standard criteria and therefore are not eligible to be reviewed by a panel. In the case of the Eileen Long, they have failed the Port's standard criteria for creditworthiness. With regard to Norma Wahl, she has failed to provide a satisfactory record of running a similar business and also failed the standard criteria for creditworthiness. Mr. Bouey stated that the accompanying resolution asks to rescind the Request for Proposal but there may be a nuance; therefore, at the end of the testimony, the City Attorney may advise the Commission that it may be in their best interest to reject all proposals rather than to rescind.

Mr. Fred White, Director of Tenant and Maritime Services, stated that the criteria for determining the creditworthiness was developed from input from the Airport, Real Estate and various other City departments. There are two pieces to the criteria - the credit agency rating for which we use Dun & Bradstreet and TRW. Once that rating is determined, we then check the past payment records, the history of public records and the history of payment to the Port. The second is bankruptcy - if there's a bankruptcy within the last ten years, they don't meet the criteria. The criteria was developed pursuant to the terms of the RFP in order for a proposer to be considered responsive and eligible for elevation to the panel. The proposer must meet all of the following minimum qualifications:

1. Have five years of verifiable direct experience, managing & operating a similar restaurant.

2. Have the ability to perform the financial obligations of the lease.

3. Have a satisfactory record with similar businesses and

4. Meet the tenant's standard criteria for credit rating.

In the case of Norma Wahl, she failed to meet the 3rd and 4th criteria. Mrs. Wahl's operational history of the Mission Rock Resort has not been satisfactory as evidenced by a number of incidents involving the Police Department, Fire Department, and the Port's building permit department. Other considerations for determination was their non-compliance with insurance and audit provisions of the lease. Regarding the creditworthiness, her history of timely payments of rent to the Port is unsatisfactory. For the previous three years, rent payments were either late or checks returned for insufficient funds 13 times, including March of this year. This pattern warranted determination that Mrs. Wahl represents a poor credit risk.

The Eileen Long group failed to meet the 4th criteria. Eileen Long's TRW risk score of 328 resulted in a poor credit rating which was confirmed by a pattern of poor payment history and public records. The Dun & Bradstreet report on Martin Mack's, which is the Long group's current operating restaurant, showed three state tax liens in favor of the State Department of Employment Development in 1992, 1993, and 1994, which were cleared in mid-1994. Martin Macks also has two unsatisfied tax liens in favor of the City & County of San Francisco for unsecured property for 1993 & 1994. The California Corporate Commission suspended the corporate status of Martin Mack's in 1992 due to non-payment of corporate taxes. This suspension remains in effect.

While the Long group asserts they have rehabilitated their credit deficiencies and corrected management procedures, the high TRW risk score attributed to Eileen Long and the overall pattern of derogatory credit history and public records supports the staff's determination that the firm is not credit worthy.

Legal Counsel Rob Maerz stated that the Commission has the absolute discretion to reject any and all proposals as specifically reserved in the RFP. In the event that the Commission deem it to be in the Port's best interest, he recommended that the Commission do so without having to necessarily make a determination of non-responsiveness notwithstanding the fact staff has determined that the proposers are non-responsive. A decision by the Commission to reject all proposals simply moots that issue. Mr. Bouey clarified that if the Commission should reject all the bids as opposed to rescinding the proposals, if we were to be sued, we would be in a stronger position by having rejected the bids.

Mr. Skip Conrad, representing the Eileen Group, stated that in April 11, 1994, the Commission authorized a Request for Proposals. Forty Request for Proposals were sent to prospective tenants. Four proposals were received: one was turned in late, one withdrew, two proposers were left. In January, Commission asked staff to determine (1) why more proposals weren't submitted (2) to proceed with the proposal process to give everyone a fair shake. To his knowledge, they were unable to discuss this with staff because staff refused to talk to them. To his knowledge, there has been no response as to why more proposals weren't submitted. They have been unable to talk to staff about their proposals. On three occasions, they have initiated to contact with staff but have been rebuffed by Mr. White and staff to discuss this proposal. His clients are not sophisticated in the City proposal process. It was their impression as explained in January that the proposal process was going to proceed and they would then be able to present their drawings, their dollars, financial backing they had and a model of the project. They still have not been afforded this opportunity. On March 1, Mr. Molony wrote a letter to Mr. White and quoted an excerpt on the letter. He stated that Mr. White did not refer to the letter. His clients are prepared to pay almost three times the guaranteed rent that is currently being paid by the incumbent. They are willing to provide a performance bond (in the amount of $50,000) to the Port in a form and type satisfactory to the City Attorney that guarantees that they will perform under the contract. They are willing to enter into a one-year deal with the Port whereby if they default in that year, assuming they can get to the permit process, are unable to build a facility as proposed last year, the Port will keep the performance bond and will keep the improvements made to the property. He stated that continuing the status quo is not in the best interest of the Port. If they meet all the terms of the proposal, then they would proceed with a full lease for a full term as outlined in their original Request for Proposals. They have drafted a resolution of exactly what they are proposing. He stated that if the Commission rejected all proposals, the current incumbent remains in business to the Port's detriment, to the public's detriment and to his clients' detriment. If the Commission reject all proposals, the Commission has not provided his clients the opportunity to be heard with Port staff.

Commissioner Lee inquired about the proper process after one of the applicants turn in a proposal -- does staff have to work with the applicant or is it up to the staff to make the research independently? Mr. Rob Maerz responded that with respect to the degree to which staff can interact with the proposers, in order to keep everyone in a level playing field and to comply with the terms of the RFP, once the proposals are out on the street, questions concerning the proposals have to be submitted in writing and answers provided to everyone in writing as well as through amendments. There were a number of addenda that were issued so that everyone understood what they were expected to propose on and have the same information. Once the proposals are submitted, they are evaluated for responsiveness. During that evaluation process, staff might have questions that they need to have clarified and they might seek additional information but there isn't any negotiating during that evaluation process. Specifically, with respect to Eileen Long group's request for meeting, he advised Mr. White that he not have any such meetings as it might be construed as unfair to the Wahl group. The way that the responsiveness determination was made, there was an evaluation based on the proposals and the information submitted. Once the evaluation was made, the proposers were notified of the evaluation and given an opportunity to respond within ten days to the determination which gave a detailed explanation as to what the non-responsiveness determination was based on. With respect to the proposal to have the Commission enter into a resolution that would provide for a one year lease, there is no legal latitude to do that because this would actually amend the terms of the RFP after the proposals have been submitted. The RFP sets specifically that the term of the lease would be 15 years. For the Commission to provide one proposer the latitude to have a one-year lease and not give that opportunity to all other proposers is unfair. If in fact the Commission wanted to have a one-year lease term, you have to reject all the proposals, re-issue the RFP, and notify all proposers at the same time that they would have the opportunity to develop the structure for a one-year lease term and an evaluation period after the one-year lease term to determine whether or not to continue. It would not be fair to the other proposers to extend that opportunity to one proposer. With respect to the performance bond, the submission of a performance bond does not cure the non-responsiveness. The Commission does not have the latitude to excuse the non-responsiveness by accepting a performance bond. With respect to the notice, the notice of non-responsiveness was issued ten days before the response was due.

Commissioner Cook stated that at the January meeting the remaining proposers were given a second chance to try to come to terms with the conditions and it has not been done to the Commission's and staff's satisfaction. He concluded that the proposals have to be rejected and go forward with another RFP.

Mr. Conrad responded that to reject the proposals perpetuates the status quo continuing to put the incumbent in an unfairly advantageous position. He disagrees with Mr. Maerz in regard to firming up the surety. No particular advantage would be presented to the Eileen Long group by giving them a one-year lease. He respectfully requested the Commission's consideration.

Commissioner Halsted hoped that staff would move to bring this proposal back as soon as possible and to get the best possible result for the Port. Commissioner O'Neill stated that it was agreed that simultaneous to the review process that we would be moving ahead to prepare a new RFP. Mr. Bouey clarified that at the last meeting it was agreed to award this contract if we were able to move on with this process. If this process was terminated, we would then do at least one thing and probably two. First, we would then interview those who took out a proposal, but did not bid, to find out why not. The second is we may hire a relatively inexpensive consultant to come on board to look at the proposal to see if we can modify the RFP to attract more bidders. We didn't want to muddy the waters by interviewing these people and at the same time developing a new RFP process which could lead some to conclude that we were displaying bad faith in trying to work our way through this current process. We are prepared to immediately begin reviewing the process and will come back as quickly as we can for a new RFP.

Commissioner O'Neill asked when the RFP will be ready if the rejection of the RFP goes through. Mr. Bouey stated that it would be a minimum of 90 days but staff will certainly try to do it as soon as possible.

ACTION: Commissioner Halsted moved approval to amend the resolution from rescinding the RFP to rejecting all bids; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution, as amended, was adopted.

Commissioner O'Neill noticed that the Department of Parking and Traffic still owes the

Port over $10,000 and requested that the Port send them a notice. Mr. Kutnick responded that the Department of Parking took over this lease last June. Two weeks ago, he sent the department copies of the checks and asked if they could find the missing $9,000 they owe us. He will communicate to them that unless we receive the money they owe us we will hold up the $250,000 payment that we annually pay them for parking control officers. He hopes that this provides sufficient incentive to pay us.

Commissioner O'Neill congratulated the leasing department on the Lu's America Foods for fish receiving and processing at Pier 45. This is in conjunction with our efforts and it's great work and they are a great firm.

6. FACILITIES & OPERATIONS

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval of Lease with Jeannie Mason at Pier 26. (Resolution No. 95-25)

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

10. NEW BUSINESS

Ms. Virginia Conway stated that the impression we make is not good - the sidewalks around the Chinese Embassy are dirty and the signs are not clean. Mr. Bouey stated that he would be happy to sent a note to the CAO regarding this matter. Ms. Conway also mentioned about the operational plan. She feels that if we don't have ships that can house the foreign visitors and diplomats in case of earthquakes, it would be horrible. We want them housed in safety and comfort. She further states that this is the Port's responsibility; if it does not want to spend the money on dredging, the Port has to accept the consequences. Commissioner Cook mentioned that Mr. Cruz has been attending the meetings that address some of these issues for the Port.

Commissioner Halsted asked the Executive Director to report back on the evaluation on t design of the proposed National Maritime Maintenance building.

11. EXECUTIVE SESSION

At 5:45 p.m. Julie Van Nostern, Legal Counsel, announced that the Commission will withdraw to executive session to discuss the following matter:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, and O'Neill returned from executive session and convened in a public session at 6:40 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session. Commissioner Lee seconded the motion. All Commissioners were in favor.

Meeting was adjourned at 6:45 p.m.

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SAN FRANCISCO PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, APRIL 11, 1995
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - Minutes for the March 28, 1995 meeting will be presented at the next meeting for approval.

3. **EXECUTIVE**

   A. Executive Director's Report

4. **TENANT & MARITIME SERVICES**

5. **FACILITIES & OPERATIONS**

   A. Authorization to issue Type II Contract Modification to Contract No 2593, "Pier 45, Earthquake Repair Project, Pier and Buildings Repair Phase III" for $265,000. (Resolution No. 95-26)

6. **PLANNING & DEVELOPMENT**

7. **ADMINISTRATION**

8. **CONSENT CALENDAR**

   A. Approval of Term Extension for Sublease with Fisherman's Wharf Sourdough French Bread Bakeries, Inc. At 156 Jefferson Street. (Resolution No. 95-27)

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

    A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

    Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
    Person Negotiating: Port representative: James Lazarus, Director-Special Projects
    AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. Vote in open session on whether to disclose Executive Session discussions (Motion) (S.F. Admin. Code Sec. 67.14)

11. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

DISABILITY ACCESS

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PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Writer

MEMORANDUM

April 5, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2593, "Pier 45, Earthquake Repair Project, Pier and Buildings Repair, Phase III", Authorization to issue a Type 2 Modification for an amount not to exceed $265,000

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE THE EXECUTIVE DIRECTOR TO ISSUE A TYPE 2 MODIFICATION TO CONTRACT NO. 2593 TO THE DAN CAPUTO COMPANY FOR AN AMOUNT NOT TO EXCEED $265,000

On March 4, 1994, the Port Commission authorized the award of Contract No. 2593 to the Dan Caputo Company at a contract price of $9,398,205 and authorized an amount of 3% or $281,946 for Type I contract changes during the contract. Unfortunately, almost immediately, hidden damage caused by the earthquake was discovered, requiring additional unanticipated repairs in the amount of approximately $180,000. Additionally, another $20,000 in building improvements were made on the behalf of the tenants, who have already reimbursed the Port. The remaining approximately $65,000 was for miscellaneous Type I Modifications. As the contract continues, it is anticipated that additional unforeseen conditions will be encountered requiring further contract modifications. To enable staff to execute those changes both efficiently and expeditiously, staff requests an additional $265,000 to execute additional Type I Modifications. This modification will be financed by additional funds from FEMA and OES.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-26

WHEREAS, on March 4, 1994, the Port Commission authorized the award of Contract No. 2593 to the Dan Caputo Company at a contract price of $9,398,205 and authorized a contingency of 3% or $281,946 for possible contract changes; and

WHEREAS, additional work was performed which included removing unsuitable material, repairing hidden earthquake damage, making required repairs to deteriorated components discovered during construction, building improvements requested and paid for by the tenants and other miscellaneous work for which staff has issued Type 1 Modification No. 1 in the amount of $265,468; and

WHEREAS, most of this additional work was financed by FEMA, OES, EDA, State grants, and the tenants; and contractor; and

WHEREAS, as the contract work continues, it is anticipated that more unforeseen conditions will be encountered requiring contract changes; and

WHEREAS, staff must be able to execute those changes in a timely manner; and

WHEREAS, it is expected that these anticipated changes would be financed by outside funds; therefore be it

RESOLVED, that the San Francisco Port Commission hereby authorizes the Executive Director to execute a Type 2 modification up to an amount of $265,000, for a possible total contract amount of $9,945,151.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 11, 1995.

____
Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

April 11, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Term Extension for Sublease with Fisherman's Wharf Sourdough French Bread Bakeries, Inc. at 156 Jefferson Street

DIRECTOR'S RECOMMENDATION: APPROVE EXTENSION OF SUBLEASE WITH FISHERMAN'S WHARF SOURDOUGH FRENCH BREAD BAKERIES, INC.

Alioto Fish Company Ltd. ("Alioto") is the tenant under Port Lease No. L-7495 for premises located on Jefferson Street between Mason and Taylor Streets, which consist of 19,490 square feet of land area and 9,700 square feet of building area. The lease term commenced on May 1, 1970 and will expire on April 30, 2036. This percentage rental lease is for restaurant uses.

Alioto currently operates the Expo Family Restaurant in 5,200 square feet at the west end of the building, and Alioto subleases 4,500 square feet at the east end of the building to Fisherman's Wharf Sourdough French Bread Bakeries, Inc., dba Boudin Bakeries ("Boudin"). This sublease expires on May 14, 1995. Alioto plans to extensively renovate the building in early 1996 and has submitted plans to the Port for this renovation, which are currently being reviewed by the Port. In order to continue the Boudin operation until the renovation construction commences, Alioto and Boudin would like to extend the term of the sublease through January 31, 1996.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. 8A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-27

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Alioto Fish Company Ltd., the tenant under Port Lease No. L-7495, and its sub-tenant, Fisherman's Wharf Sourdough French Bread Bakeries, Inc., desire to extend the term of their existing sublease through January 31, 1996; therefore be it

RESOLVED, That the Port Commission hereby approves an amendment to said sublease, which includes extension of its term through January 31, 1996, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 11, 1995.

Secretary

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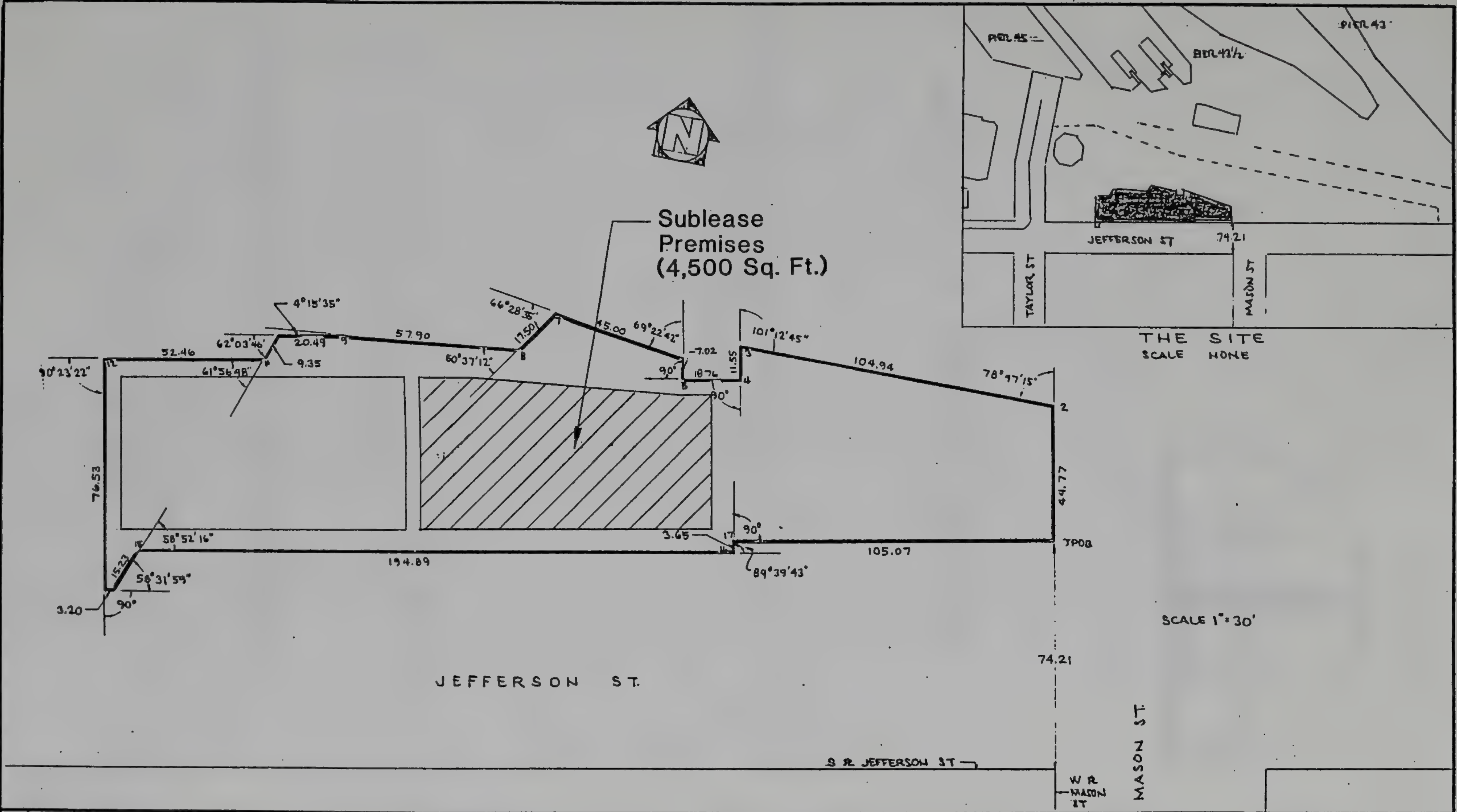
Sublease
Premises
(4,500 Sq. Ft.)
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PIER 43½
PIER 43
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TAYLOR ST
MASON ST
THE SITE
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62°03'46"
61°56'48"
9.35
20.49
9
57.90
60°37'12"
8
17.50
66°28'35"
7
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69°22'42"
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78°47'15"
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74.21
S R JEFFERSON ST
W R MASON ST
MASON ST

NO.	DATE	DESCRIPTION	BY

TABLE OF CHANGES
CHECK TRACING FOR LATEST REVISION

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

____
CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

SEAWALL LOT 301

DESIGNED BY:
DRAWN BY: ECC
CONTRACT NO.
DRAWING NO.

CHECKED BY:
DATE: APR 20 1994
SCALE: AS SHOWN
SHEET NO.
OF SHEETS

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cancelled)

PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, **APRIL 11, 1995** AT 4:00 P.M.
IS HEREBY CANCELLED

◆ • ◆ • ◆ • ◆

THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, APRIL 25, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

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SAN FRANCISCO
PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, APRIL 25, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - March 28, 1995

3. **EXECUTIVE**

   A. Executive Director's Report

   B. Approval of 1995/96 Executive Director Compensation (Resolution No. 95-29)

4. **TENANT & MARITIME SERVICES**

   A. Approval of one year lease with Beth Aharon Day School at Pier 80. (Resolution No. 95-30)

5. **FACILITIES & OPERATIONS**

   A. Authorization to issue Type II Contract Modification to Contract No 2593, "Pier 45, Earthquake Repair Project, Pier and Buildings Repair Phase III" for an amount not to exceed $265,000. (Resolution No. 95-26)

6. **PLANNING & DEVELOPMENT**

7. **ADMINISTRATION**

   A. Approval of 1995/1996 Capital Plan. (Resolution No. 95-28)

8. **CONSENT CALENDAR**

   A. Approval of Term Extension for Sublease with Fisherman's Wharf Sourdough French Bread Bakeries, Inc. at 156 Jefferson Street. (Resolution No. 95-27)

   B. Authorization to approve the travel of one Port representative to attend the Trellex Fender Technical Design Seminar in Keokuk, Iowa to gain technical information on pier fender pile design. (Resolution No. 95-31)

C. Authorization to accept the work on Contract 2586, "Ferry Building Seismic Repair Stage 1 and make final payment to Barnes/Lem, a Joint Venture for a total contract amount of $2,315,806.01. (Resolution No. 95-32)

9. **NEW BUSINESS**

10. **EXECUTIVE SESSION**

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE REGARDING LITIGATION MATTERS

CCSF v. 88 San Francisco Heritage,
Chapter 11 Case No. 95-3-1074 TC
Superior Court No. 968318 & 968319

C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (3 cases).

(1) Harbor Carriers, Inc., a California Corporation (aka Red and White Fleet, Inc., a Crowley Corporation) operating at Pier 41.

(2) Pier 32 Market, Inc., a California Corporation

(3) Insurance Company of the West, a California Corporation (Surety for Pier 32 Market, Inc.)

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a) and (c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

11. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
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Writer

MEMORANDUM

April 25, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey, Executive Director

SUBJECT: Approval of 1995/96 Executive Director Salary

DIRECTOR'S RECOMMENDATION: APPROVE THE 1995/96 COMPENSATION FOR THE EXECUTIVE DIRECTOR

Charter Section 3.581(h) grants the Port Commission the exclusive authority to set the compensation (salary and benefits) of the executive director.

The history of the Port is to pay the average of the executive directors of other west coast ports. Of the eight ports surveyed, the salary range is significantly higher at six ports, lower at Tacoma and essentially the same at San Diego.

Using the above historical formula, the salary of the Executive Director would increase by 12.5%, from $129,482 to $144,319.

The salary of the Executive Director has been increased once in the past four years, in 1992/93, from $120,562 to the current salary of $129,482.

The Municipal Executive Association (MEA), which represents department heads and senior executives and managers for salary and benefits with the

THIS PRINT COVERS CALENDAR ITEM NO. 3B

exception of the Port Director, has reached "impasse" with the City regarding their proposal. The maximum salary increase proposed by MEA is 7% in addition to benefit improvements. The impasse will be resolved by arbitration within the next few weeks.

The Executive Director requests for fiscal year 1995/96 only, that the Port Commission set compensation for his position consistent with the final contract between MEA and the City. The Executive Director further requests that the salary for his position shall increase by the lesser of 7% or the maximum percentage increase provided for in the final agreement between MEA and the City.

Prepared by: Ben Kutnick

PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95 - 29

WHEREAS, section 3.581(h) of the Charter grants the Port Commission with the exclusive authority to set the compensation (salary and benefits) of the Executive Director; and

WHEREAS, the Port has surveyed the salaries of the executive directors of eight west coast; and

WHEREAS, the average salary the eight port directors surveyed is $144,319, which is 12.5% greater than the Executive Director of the Port of San Francisco; and

WHEREAS, the current salary of the Executive Director of the Port of San Francisco is $129,482; and

WHEREAS, the Executive Director has received salary increases in only one of the past four fiscal years; and

WHEREAS, the Municipal Executive Association (MEA), which represents department heads and senior executives and managers for salary and benefits with the exception of the Port Director, has reached "impasse" with the City regarding their proposal. The maximum salary increase requested by the MEA in there negotiations with the City is 7%. The impasse will be resolved by arbitration; and

WHEREAS, the Executive Director requests for fiscal year 1995/96 only, that the Port Commission set benefits for his position consistent with the final contract between MEA and the City; and

WHEREAS, The Executive Director further requests that the salary for his position shall increase by the lesser of 7% or the maximum percentage increase provided for in the final agreement between MEA and the City; and

RESOLVED, the Port Commission shall set compensation for the Executive Director consistent with the final contract between MEA and the City; and BE IT FURTHER

RESOLVED, the salary of the Executive Director shall increase by the lesser of 7% or the maximum percentage increase provided for in the final agreement between MEA and the City.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

____

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

April 18, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of a Lease with Beth Aharon Day School at Pier 80

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH BETH AHARON DAY SCHOOL

Beth Aharon Day School, a California nonprofit corporation, desires to lease shed space and two acres of land at Pier 80 for storage and auction of automobiles which are donated to the school. The Port and Tenant have negotiated a lease (L-12116) incorporating the Port's standard language with terms as follows:

1. Premises: 22,325 square feet of shed space in Shed A at Pier 80 and two (2) acres of land at Pier 80, Marin & Illinois Streets

2. Term: Shed space and one (1) acre of land: one (1) year commencing May 1, 1995, with a right by either party to terminate upon sixty (60) days' notice
Additional one (1) acre of land: month to month commencing May 1, 1995, which Tenant may not require for full 12-month period

3. Rent: Shed: $ 5,581.25 per month
Land: $ 8,712.00 per month
Total Base Rent: $14,293.25 per month

THIS PRINT COVERS CALENDAR ITEM NO. 4A

4. Monthly Rental Rate: Shed: $.25 per square foot per month
Land: $.10 per square foot per month

5. Net Effective Rental Rate: Shed: $.25 per square foot per month5
Land: $.10 per square foot per month

This lease will replace two other leases which Tenant now has with the Port: (1) 2.23 acres of land at Seawall Lot 337 for $12,000 per month; and (2) a building used for car repairs at Pier 70 for $3,124.75 per month. The City has required that Tenant place non-operable vehicles under cover.

Commission approval is required because the net effective rate of $.25 per square foot for the shed space is below the standard leasing parameter of $.30 per square foot for open shed space located south of the Ferry Building.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

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PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-30

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it

RESOLVED, that the Port Commission hereby approves that certain Lease between the Port and Beth Aharon Day School, a California nonprofit corporation, the terms of which are set forth in the Memorandum of Agenda Item No. 4A for the Port Commission Meeting on April 25, 1995, and hereby authorizes the Executive Director of the Port, or his designated Director of Tenant and Maritime Services, to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

Secretary

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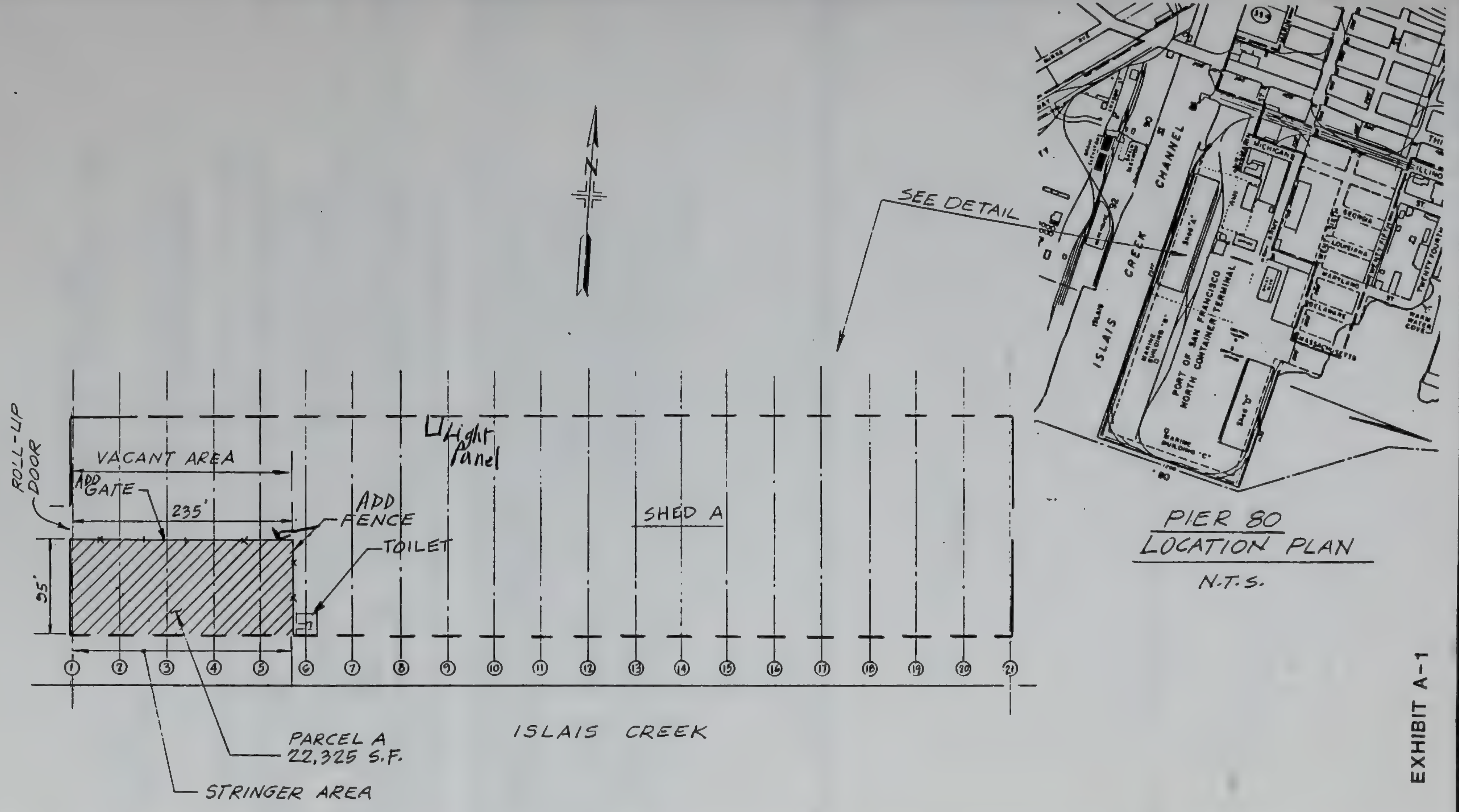
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STRINGER AREA
ISLAIS CREEK
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SEE DETAIL
ISLAIS
CREEK
CHANNEL
PORT OF SAN FRANCISCO
NORTH CONTAINER TERMINAL
Shed "A"
Shed "D"
MARINE BUILDING "B"
MARINE BUILDING "C"
80

PIER 80
LOCATION PLAN

N.T.S.

EXHIBIT A-1

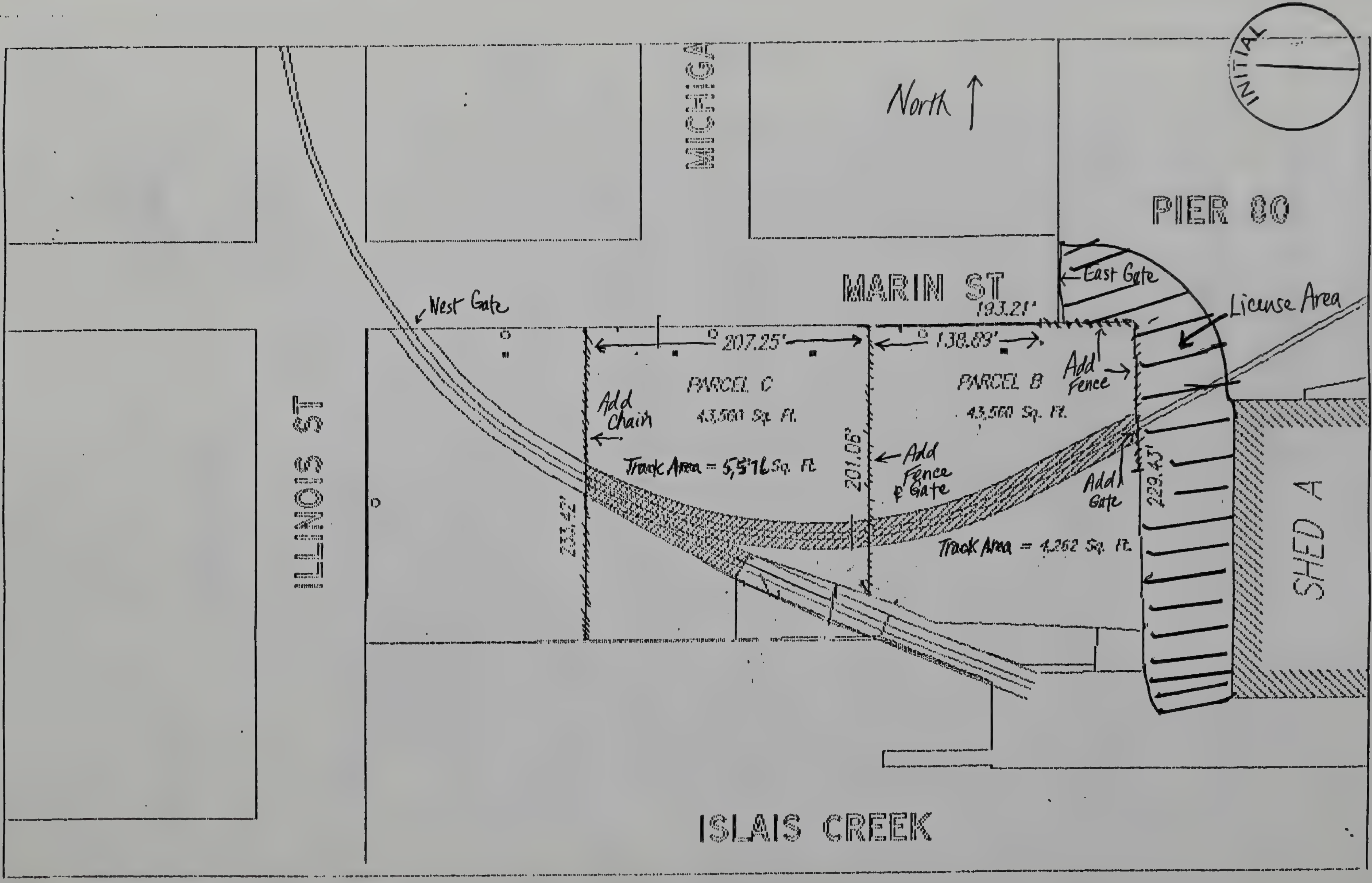
APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

________ CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

**BETH AHARON
DAY SCHOOL**

DESIGNED BY:	CHECKED BY:
DRAWN BY: R.C.	DATE: 4-12-95
CONTRACT NO. L-12116	SCALE:
DRAWING NO.	SHEET NO. 1 OF 2 SHEETS



North ↑
INITIAL
PIER 80
MICHIGA
MARIN ST
ILLINOIS ST
ISLAIS CREEK
SHED A
West Gate
East Gate
License Area
207.25'
138.83'
193.21'
233.42'
201.06'
229.43'
PARCEL C
43,560 Sq. Ft.
PARCEL B
43,560 Sq. Ft.
Add Chain
Add Fence & Gate
Add Fence
Add Gate
Track Area = 5,576 Sq. Ft.
Track Area = 4,262 Sq. Ft.

EXHIBIT A-2

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

BETH AHARON
DAY SCHOOL

DESIGNED BY:	CHECKED BY:	
DRAWN BY: AN	DATE: 4-12-95	
CONTRACT NO.	SCALE:	
DRAWING NO.		SHEET NO. 2 OF 2 SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Writer

MEMORANDUM

April 18, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2593, "Pier 45, Earthquake Repair Project, Pier and Buildings Repair, Phase III", Authorization to issue a Modification for an amount not to exceed $265,000

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE THE EXECUTIVE DIRECTOR TO ISSUE A MODIFICATION TO CONTRACT NO. 2593 TO THE DAN CAPUTO COMPANY FOR AN AMOUNT NOT TO EXCEED $265,000

On March 4, 1994, the Port Commission authorized the award of Contract No. 2593 to the Dan Caputo Company at a contract price of $9,398,205 and authorized an amount of 3% or $281,946 for Type I contract changes during the contract. Unfortunately, almost immediately, hidden damage caused by the earthquake was discovered, requiring additional unanticipated repairs in the amount of approximately $180,000. Additionally, another $20,000 in building improvements were made on the behalf of the tenants, who have already reimbursed the Port. The remaining approximately $65,000 was for miscellaneous Type I Modifications. As the contract continues, it is anticipated that additional unforeseen conditions will be encountered requiring further contract modifications. To enable staff to execute those changes both efficiently and expeditiously, staff requests an additional $265,000 to execute additional Type I Modifications. This modification will be financed by additional funds from FEMA and OES.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

agd-2593.cj

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-26

WHEREAS, on March 4, 1994, the Port Commission authorized the award of Contract No. 2593 to the Dan Caputo Company at a contract price of $9,398,205 and authorized a contingency of 3% or $281,946 for possible contract changes; and

WHEREAS, additional work was performed which included removing unsuitable material, repairing hidden earthquake damage, making required repairs to deteriorated components discovered during construction, building improvements requested and paid for by the tenants and other miscellaneous work for which staff has issued Type 1 Modification No. 1 in the amount of $265,468; and

WHEREAS, most of this additional work was financed by FEMA, OES, EDA, State grants, and the tenants; and contractor; and

WHEREAS, as the contract work continues, it is anticipated that more unforeseen conditions will be encountered requiring contract changes; and

WHEREAS, staff must be able to execute those changes in a timely manner; and

WHEREAS, it is expected that these anticipated changes would be financed by outside funds; therefore be it

RESOLVED, that the San Francisco Port Commission hereby authorizes the Executive Director to execute a modification up to an amount of $265,000, for a possible total contract amount of $9,945,151.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

Secretary

agd-2593.cj

PORT OF SAN FRANCISCO

Ferry Building
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Writer

MEMORANDUM

April 25, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of 1995/96 Capital Plan

DIRECTOR'S RECOMMENDATION: APPROVE 1995/96 CAPITAL PLAN AND SUPPLEMENTAL APPROPRIATION

Staff has prepared an updated Capital Plan for the review and approval of the Port Commission. The Plan funds $7,963,441 in capital projects. This includes $7,013,441 for new projects identified by staff and $950,000 for previously existing, but unfunded, projects.

A supplemental appropriation for $2,993,539 is necessary to fund these projects. This includes $930,457 in unappropriated reserves from the Operating Fund and $2,063,082 which will be reappropriated from the Fire Insurance Fund, 5th Seawall Fund and the 1971 Harbor Bond Fund. The following amounts are required from each funding source:

Funding Source	Amount
Operating Fund	$ 930,457
Fire Insurance Proceeds	68,896
5th Seawall Bond Fund	61,286
1971 Harbor Bond Fund	1,932,900
TOTAL	$2,993,539

THIS PRINT COVERS CALENDAR ITEM NO. 7A

The remaining funding for the $7,963,441 in capital projects will come from the Series 1994 Bond Refunding for $4,030,670 and the 1984 Revenue Bond Fund for $939,232. These funds are already appropriated.

Below are the major changes from the previous Capital Plan (October 1993):

1. **Funded Projects**

A. New Projects

Priority	Title	Amount
#1	Fisherman's Wharf Improvements	$2,045,000
#2	Pier 35 Cruise Terminal Improvements	1,850,000
#3	Ferry Building Roof	250,000
#6	Pier 35 Piling	275,000
#7	Waterfront Land Use Plan	1,216,565
#8	MIS Improvements	625,000
#9	Vehicles/Equipment	350,000
#10	Ferry Building Shear Wall Modifications	401,876
	Subtotal	$7,013,441

B. Existing Projects

The following projects, included as "Unfunded Projects" in the previous Capital Plan, are recommended for funding:

Priority	Title	Amount
#4	Ship Repair	$250,000
#5	Embarcadero Roadway Drainage	700,000
	Subtotal	$950,000

C. Funded Projects - Total $7,963,441

2. Unfunded Projects

A. New Projects

The following new capital projects were identified by staff to include in the Capital Plan:

Priority	Title	Amount
#11	Income Property Improvements	$1,177,850
#14	Guest Berth at Ferry Building Complex	682,750
#15	Bulkhead Facade Painting and Lighting	200,000
#16	Seawall Lot Develop. Feasibility Analysis	150,000
#17	Pier 45 West Apron Drainage Project	1,300,000
Subtotal		$3,510,600

B. Existing Projects

The following capital projects were unfunded in the October 1993 Capital Plan:

Priority	Title	Amount
#12	Dumpsite Closure at Pier 98	$5,000,000
#13	Hyde Street Harbor	6,200,000
#18	Harbor Deepening Feasibility Study	1,298,000
#19	Dumpsite Closure at Pier 94	4,415,000
#20	High Mast Lighting at Pier 94/96-Phase I	600,000
#21	Substructure Rehabilitation at Pier 35	4,700,000
#22	35' Gauge Crane Truck Levelling	100,000
	Subtotal	$22,313,000

C. Unfunded Projects - Total $25,823,600

3. **Projects Deleted**

The following projects were previously included in the October 1993 Capital Plan:

Title	Amount
Ship Repair Dredging	$400,000
Lumber Purchase at Piers 35 & 50	306,310
Asbestos Abatement Work - Phase I	265,088
Underground Storage Tank Soil	523,000
Seafood Center Project	7,064,352
Asbestos Abatement Work - Phase II	109,000
Administration Building Rehab at Pier 80	85,000
Substructure Repair at Pier 1 ½, 3, 5, 5 ½	2,000,000
Illinois Street Bridge	8,265,000
New Cranes Pier 94/96	14,000,000
Correction of Settlement at Pier 94	500,000
Electrical Work/Crane Upgrade - Phase I	700,000
Electrical Work/Crane Upgrade - Phase II	2,200,000
Asbestos Abatement Work - Phase III	TBD
Asbestos Abatement Work - Phase IV	TBD
Replacement of Sewer Lines	62,000
Sewer System Repair	20,000
Yard Relevelling at Pier 94/96	650,000
Purchase of FJ Burns Property	3,500,000
Structural Section Upgrade at Pier 94/96	3,000,000
Paving Relocated Chassis Storage at Pier 94/96	1,000,000
High Mast Lighting - Phase I	600,000
Structural Rehab at Pier 70	10,209,599
Utility Underground - Stage II at Pier 94/96	800,000
Private Terminal Construction at Pier 94	4,399,000
Purchase of Howland Hook Cranes	12,600,000
Additional Reefer Plugs at Pier 94/96	96,000
TOTAL	$73,354,349

4. **Projects Revised**

A. Asbestos Removal was previously approved for funding of $220,000 by the Commission on 11-22-93. Since then costs for the work have been re-estimated to be $200,000.

B. Ship Repair (Priority #4) decreased to $250,000 from $1,000,000. This amount represents the Port's match to outside funding sources. The match was decreased from earlier estimates because (1) the project was scaled down from $4 million to $2 million and (2) additional outside funding from the California Trade and Commerce Agency of $250,000 was secured which reduced the amount of the Port's match.

C. Embarcadero Roadway Drainage (Priority #5) decreased to $700,000 from $1,000,000. This amount is the Port's share for construction of the new storm drain and sewer system in the Waterfront Transportation Project which is paid to the CAO's office. Project estimates were revised by Port staff since the last Capital Plan was approved by the Commission.

Prepared by: Ben Kutnick
Director of Administration

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-28

WHEREAS, the Port has:

$930,457 in the Operating Fund
$4,030,670 in the Series 1994 Refunding Bond Fund
$939,232 in the 1984 Revenue Bond Fund
$68,896 in the Fire Insurance Proceeds Fund
$61,286 in the 5th Seawall Bond Fund and
$1,932,900 in the 1971 Harbor Bond Fund available to fund capital projects for a total of $7,963,441; and

WHEREAS, the next ten priorities on the Port's Capital Plan are:

Fisherman's Wharf Improvements (Priority #1)
Pier 35 Cruise Terminal Improvements (Priority #2)
Ferry Building Roof (Priority #3)
Ship Repair (Priority #4)
Embarcadero Roadway Drainage (Priority #5)
Pier 35 Piling (Priority #6)
Waterfront Land Use Plan (Priority #7)
MIS Improvements (Priority #8)
Vehicles/Equipment (Priority #9) and
Ferry Building Shear Wall Modifications (Priority #10); and therefore, be it

RESOLVED, that the Port Commission approves the 1995/96 Capital Plan; and be it further

RESOLVED, that staff is directed to complete a Supplemental Appropriation in the amount of $2,993,539 to obtain funding approval from the Mayor and Board of Supervisors.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

____
Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Writer

MEMORANDUM

April 14, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Term Extension for Sublease with Fisherman's Wharf Sourdough French Bread Bakeries, Inc. at 156 Jefferson Street

DIRECTOR'S RECOMMENDATION: APPROVE EXTENSION OF SUBLEASE WITH FISHERMAN'S WHARF SOURDOUGH FRENCH BREAD BAKERIES, INC.

Alioto Fish Company Ltd. ("Alioto") is the tenant under Port Lease No. L-7495 for premises located on Jefferson Street between Mason and Taylor Streets, which consist of 19,490 square feet of land area and 9,700 square feet of building area. The lease term commenced on May 1, 1970 and will expire on April 30, 2036. This percentage rental lease is for restaurant uses.

Alioto currently operates the Expo Family Restaurant in 5,200 square feet at the west end of the building, and Alioto subleases 4,500 square feet at the east end of the building to Fisherman's Wharf Sourdough French Bread Bakeries, Inc., dba Boudin Bakeries ("Boudin"). This sublease expires on May 14, 1995. Alioto plans to extensively renovate the building in early 1996 and has submitted plans to the Port for this renovation, which are currently being reviewed by the Port. In order to continue the Boudin operation until the renovation construction commences, Alioto and Boudin would like to extend the term of the sublease through January 31, 1996.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. 8A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-27

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

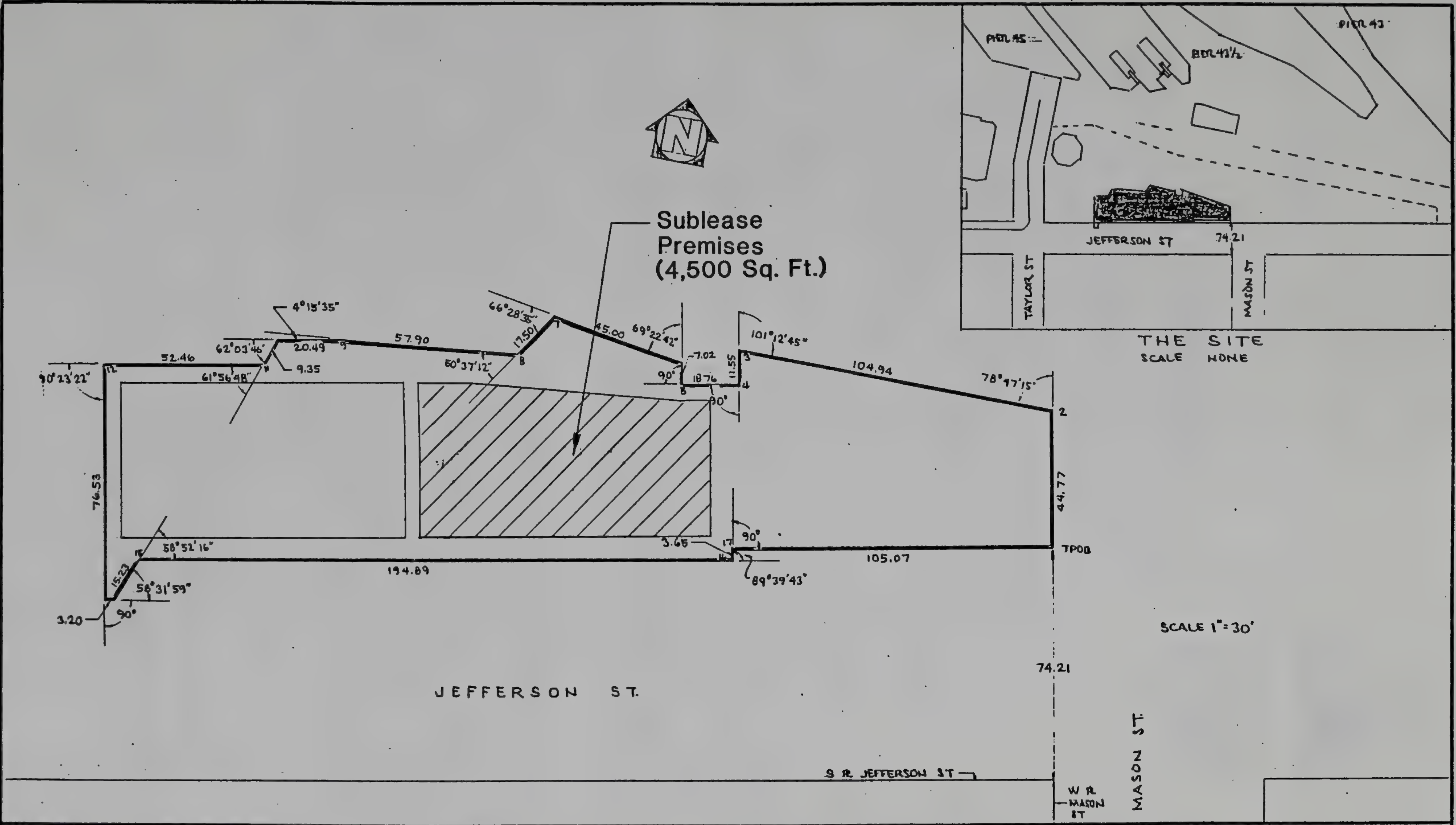
WHEREAS, Alioto Fish Company Ltd., the tenant under Port Lease No. L-7495, and its sub-tenant, Fisherman's Wharf Sourdough French Bread Bakeries, Inc., desire to extend the term of their existing sublease through January 31, 1996; therefore be it

RESOLVED, That the Port Commission hereby approves an amendment to said sublease, which includes extension of its term through January 31, 1996, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

____
Secretary

J:\...\docs\wp51\agendas\alioto\KB\cp\March 30, 1995



Sublease Premises (4,500 Sq. Ft.)
N
PIER 45
PIER 43½
PIER 43
JEFFERSON ST
74.21
TAYLOR ST
MASON ST
THE SITE
SCALE NONE
4°15'35"
62°03'46"
20.49
9
57.90
66°28'35"
17.50
7
45.00
69°22'42"
-7.02
90°
18.76
5
11.55
3
4
101°12'45"
104.94
78°47'15"
2
52.46
12
90°23'22"
61°56'48"
9.35
50°37'12"
8
90°
76.53
58°52'16"
15
15.23
58°31'59"
3.20
90°
194.89
3.65
17
90°
16
89°39'43"
105.07
44.77
TPOB
74.21
SCALE 1"=30'
JEFFERSON ST.
S R JEFFERSON ST
W R MASON ST
MASON ST

NO.	DATE	DESCRIPTION	BY

TABLE OF CHANGES
CHECK TRACING FOR LATEST REVISION

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

SEAWALL LOT 301

DESIGNED BY:
DRAWN BY: ECC
CONTRACT NO.
DRAWING NO.

CHECKED BY:
DATE: APR 20 1994
SCALE: AS SHOWN
SHEET NO.
OF SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
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Writer

MEMORANDUM

April 19, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of travel for one Port representative to attend the Trellex Fender Technical Design Seminar in Keokuk, Iowa

DIRECTOR'S RECOMMENDATION: DIRECTOR RECOMMENDS THAT THE COMMISSION APPROVE THE TRAVEL REQUEST AS DESCRIBED IN THE ATTACHED RESOLUTION

The Port is embarking on an extensive fender construction program for its facilities. As a result of the restiction of the use of creosote treated wooden piles in the San Francisco Bay, the Port has begun to install new technology plastic piling with energy absorption rubber bumpers. It is important that the Port staff gain as much knowledge as possible on fender systems to benefit from the latest technology and use the most cost effective methods of fender construction. This type of information will be available at the upcoming Trellex Fender seminar to be held on May 7,8,9 and 10, 1995 at Keokuk, Iowa. This information is not available through local colleges or seminars. It is recommended that a Port engineer attend this seminar at a cost of $1,250, the funds for which are in the 1994/95 Operating Budget.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. **8B**

AGD-IOWA.CJ

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-31

WHEREAS, Port is embarking on an extensive fender construction program for its facilities; and

WHEREAS, as a result of the restriction of the use of cresote treated wooden piles in the San Francisco Bay, the Port has begun to install new technology plastic piling with energy absorption rubber bumpers; and

WHEREAS, it is important that the Port staff gain as much technical knowledge as possible on fender systems to benefit from the latest technology and use the most cost effective methods of fender construction; and

WHEREAS, this type of information will be available at the upcoming Trellex Fender seminar to be held on May 7, 8, 9 and 10, 1995, at Keokuk, Iowa; and

WHEREAS, the information from this seminar is not available from any of the local colleges or seminars; and

WHEREAS, the cost of this seminar including travel is $1,250 and the funds are available in the 1994/95 Operating Budget; therefore be it

RESOLVED, that the Commission hereby authorizes a Port engineer to attend the Trellex Fender Technical Design Seminar in Keokuk, Iowa.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

____
Secretary

AGD-IOWA.CJ

PORT OF SAN FRANCISCO

Ferry Building
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Writer

MEMORANDUM

April 19, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2586, "Ferry Building Seismic Repair Stage 1", Authorization to Accept the Work and Make Final Payment to the Contractor

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE THE EXECUTIVE DIRECTOR TO ACCEPT WORK ON CONTRACT NO. 2586 AND MAKE FINAL PAYMENT TO BARNES/LEM, A JOINT VENTURE, FOR A TOTAL CONTACT AMOUNT OF $2,315,806.01

On May 26, 1993, the Port Commission authorized the award of Contract No. 2586 to Barnes/Lem, a Joint Venture, at a contract price of $1,588,000 and authorized a contingency of $158,000 for possible contract changes. Due to significant additional damage discovered as work progressed, several changes were made to the contract. Staff received previous Commission approvals for Type 2 contract modifications for $561,716.11. Of that, $372,741.36 was for additional hidden damage repair and $188,974.75 for painting the exterior of the front of the building. With each approval of these Type 2 modifications, the Commission was advised to expect additional future modifications to the contract due to further hidden damage repairs. There was additional work performed increasing the previously approved total repair cost by $8,089.90. Although the work was substantially completed by December, 1994, there was minor punch list work performed thereafter. All work is now complete and the Port has received a signed "Agreement and Release of any and all Claims" document from the contractor. The final contract amount is $2,315,806.01, all fully funded by FEMA/OES at no cost to the Port.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 8C

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-32

WHEREAS, on May 26, 1993, the Port Commission authorized the award of Contract No. 2586 to the contractor at a contract price of $1,588,000 and authorized a contingency of $158,000 for possible contract changes; and

WHEREAS, due to significant additional damage discovered as work progressed, several changes were made to the contract; and

WHEREAS, staff previously received Commission approvals for Type 2 contract modifications for $561,716.11 and with each approval the Commission was advised to expect future modifications due to further hidden earthquake damage repairs; and

WHEREAS, there was additional work performed which increased the previously approved total repair cost by $8,089.90; and

WHEREAS, although all work was substantially completed by December, 1994, there was minor punch list work performed thereafter; and

WHEREAS, whereas all work is now complete and the Port has received a signed "Agreement and Release of any and all Claims" document from the contractor; therefore be it

RESOLVED, that the San Francisco Port Commission hereby authorizes the Executive Director to accept the work of Contract No. 2586, "Ferry Building Seismic Repair Stage 1", and make final payment to Barnes/Lem, a Joint Venture, for a total contract amount of $2,315,806.01, all fully funded by FEMA/OES at no cost to the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of April 25, 1995.

Secretary

AGD-2586.CJ

F
P55
#3
4/25/95

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE MEETING
APRIL 25, 1995

1. **ROLL CALL**

The meeting was called to order by Commissioner Frankie Lee at 4:04 p.m. The following Commissioners were present: Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman. Commissioner Preston Cook was not present.

2. **APPROVAL OF MINUTES** - March 28, 1995 Meeting

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the minutes were adopted.

3. **EXECUTIVE**

A. Executive Director's Report

Mr. Bouey reported the following:

1. Waterfront Carriage Permit Suspension: Last summer the Commission awarded a contract to Waterfront Carriage to provide horsedrawn carriage transportation on Port property. However, the award was subject to Waterfront procuring all their permits. Because of a number of protests by the other proposer, those permits were not forthcoming until this past March and the Waterfront Carriage started their operation thereafter. It came to our attention that one of the two members of the Waterfront Carriage Joint Venture had quit that partnership. The specifications require that at least one of the proposers have two years of experience or transferable experience. The person who quit the partnership was the person with the experience; thus, we've suspended their permit until they are able to demonstrate they possess the requested experience; if they can't, the Port will withdraw the permit.

2. Pier 45 Award: The U.S. Department of Commerce provided $2 million in Economic Development Administration (EDA) funding to assist the Port with earthquake repairs at Pier 45. The Regional Office of the EDA selected Pier 45 for an award of excellence. When transmitting the award to Veronica Sanchez, who accepted on the behalf of the Port, the Regional Administrator, Asst. Secretary Ginsberg, indicated that a picture of Pier 45 will appear on their "Victory Wall" of outstanding projects. Mr. Bouey commended staff for a good job.

   Mr. Bouey stated that staff has urged Mayor Jordan to send an invitation to Vice President Gore to the opening ceremonies at Pier 45. Previously, staff has updated the Commission on the progress made on leasing Pier 45 and we continue to be successful in that regard. The Vice President has expressed an interest in participating in such a ceremony and we hope that it will be scheduled sometime in June or July. The Mayor and other dignitaries will, of course, be invited as well.

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3. Whaleboat Race on May 17. This is an annual and fun event held at the Port which will commence at 11:30 and run thru 2:00 p.m.

4. Sky Concert on May 13. KFOG will be hosting the second annual Sky Concert, a one-of-a-kind fireworks extravaganza. The fireworks will be synchronized with a music soundtrack aired on KFOG Radio. The festivities will begin at Justin Herman Plaza at 4:00 p.m.; music bands will start at 6:00 p.m. The fireworks will start at dark.

Commissioner O'Neill inquired about the duration of the Waterfront Carriage permit suspension and the amount of revenue loss. Mr. Bouey stated the amount we're losing on a per month basis is in the hundreds of dollars and the suspension would be in the neighborhood of 30 days.

B. Approval of 1995/96 Executive Director Compensation (Resolution No. 95-29)
This item has been put over to the next meeting.

Mr. Bouey commented that an article in Sunday's newspaper stated that he was requesting a 12.5% increase which amounts to an annual salary of $144,000. However, as noted on the resolution, Mr. Bouey waived that salary increase, and was essentially requesting the same as other managers in the City. Therefore, the article in the newspaper was incorrect. He further pointed out that the MEA had gone to an arbitration with the City over compensation and it was thought that a decision wouldn't be forthcoming until June. Apparently, early yesterday morning, the City and MEA reached an agreement. We hope to find out the specific results so we can bring a more specific resolution to the Commission at its next meeting.

Commissioner Hardeman made a motion that this matter be referred to executive session at the next meeting. Commissioner O'Neill seconded the motion. Commissioner Lee inquired about the legal aspect of having an executive session to discuss personnel matter. Legal Counsel Rob Maerz stated that this qualifies for an executive session. Mr. Bouey interjected that under the new Sunshine Ordinance, the Commission may evaluate his performance in the executive session; however, the setting of his salary would have to be discussed in public. Legal Counsel Rob Maerz concurred. Commissioner O'Neill inquired if it is acceptable, under the Sunshine Ordinance, to speak directly with the Executive Director regarding salary situations. Mr. Maerz responded that one Commissioner can talk to the Executive Director about any matter that is of concern to the Commission. Commissioner Lee inquired if it is acceptable to have two Commissioners speak to the Executive Director about this matter. Mr. Maerz responded that he believes it is acceptable as long as there is no quorum but will check into this further and will inform the Commission.

4. TENANT & MARITIME SERVICES

A. Approval of one year lease with Beth Aharon Day School at Pier 80. (Resolution No. 95-30) **This item has been put over to the next meeting.**

5. FACILITIES & OPERATIONS

A. Authorization to issue Type II Contract Modification to Contract No 2593, "Pier 45, Earthquake Repair Project, Pier and Buildings Repair Phase III" for an amount not to exceed $265,000. (Resolution No. 95-26)

Mr. Bouey stated that last year because of a number of modifications to construction contracts, he was asked to develop a policy for the Commission. The Commission adopted a policy wherein there are two types of modifications: Type I and Type II. Type I modifications would be for those monies set aside at the time the contract is let by the Commission and are within the scope of work. Type II modifications would be for those that exceed the amount of money set aside by the Commission and/or exceed the scope of the contract. In this case, when the contract was awarded to Dan Caputo for $9.4 million, we set aside 3%, or $281,000. Since that time, hidden damage has been discovered which required unanticipated repairs in the amount of $180,000. Additionally, another $20,000 in building improvements were made on the behalf of the tenants, who have already reimbursed the Port; and the remaining $65,000 was for miscellaneous Type I modifications. By definition since we assume we will exceed that amount of Type I money allotted for this contract, we need to return to the Commission and ask for a Type II modification. This money to set aside so we can continue to do a Type I modification as they arise.

Commissioner O'Neill asked for the time table on Pier 45. Mr. Emilio Cruz, Director of Facilities & Operations, stated that they are currently attempting to complete the bulk of the construction work by June of this year.

Commissioner Lee wondered if all the additional cost is paid by FEMA. Mr. Cruz stated that most of the additional work has come from conditions that were uncovered during construction. Staff submitted DSRs, which are the chain of command for approval of funding, and FEMA approved all of them.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. PLANNING & DEVELOPMENT

7. ADMINISTRATION

A. Approval of 1995/1996 Capital Plan. (Resolution No. 95-28)

Mr. Bouey stated that two things happened this year which provide the overwhelming share of the monies for the Capital Plan. First, we were very successful in refunding our bonds and we were able to attain $5.4 million in the refunding process to be allocated to this year's capital plan. Secondly, last month the Commission defunded the tunnel project, which freed up approximately $2 million for capital projects. Of the $5.4 million from the bond refunding, $1.4 million has already been allocated to the Pier 52 project. The remaining monies for this year's capital project come from the operating fund, fire insurance proceeds and Harbor Bond fund. We have changed emphasis with regard to this year's capital plan to projects which we think will give us some bang for the buck, provide increased credibility with our tenants and enhance the experience of visitors to the Port. When you look at the newly funded projects category, you'll find that the major share of these projects fall into three categories: (1) Fisherman's Wharf (2) Pier 35 - cruise terminal and (3) Waterfront Land Use Plan. As well, we continue to fund two other past projects i.e. the Port's matching share of the ship repair grant and the Embarcadero Roadway Drainage Program He commended Mr. Kutnick and his staff in putting the plan together. Mr. Bouey also stated that the format of plan provides clarity and detail so that the reader may get a quick summary or more detailed information if desired.

Commissioner O'Neill thanked Tom Girlich and Ben Kutnick for spending time answering his questions. The document reads beautifully. He asked if we were able to funnel the $8.9 million grant monies into the plan. Mr. Bouey responded "no" but that Veronica is working on it. He and Veronica have met with the Transportation Authority. However, as he mentioned at the earlier Commission meeting, it was a long shot to retain any monies because of the priority list established by MTC for projects entitled to receive these monies.

Commissioner O'Neill also congratulated Emilio Cruz for his efforts.

Commissioner Halsted commented that this is a more understandable document and commended staff. Also the projects and goals and priorities are clearly expressed. She is however concerned about the quality of what we do as well as the funding. It is important that we have in place some kind of process of design review so that what we get at Fisherman's Wharf is something that improves the area. As we make minor improvements, it will make the difference and the future of the Fisherman's Wharf. Mr. Bouey stated that he and Sharon Polledri discussed this particular issue this week and she would be available to talk to Commissioner Halsted about the short and long-term plan for design review.

Commissioner Hardeman also thanked Ben and Tom for the time they spent in going over line item by line item and being able to answer his questions. He commented that they did a great job in putting the project together.

Commissioner Lee echoed the same comments as the other Commissioners. He and Commissioner Cook also spent considerable amount of time with Ben and Tom.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

8. CONSENT CALENDAR

A. Approval of Term Extension for Sublease with Fisherman's Wharf Sourdough French Bread Bakeries, Inc. at 156 Jefferson Street. (Resolution No. 95-27)

B. Authorization to approve the travel of one Port representative to attend the Trellex Fender Technical Design Seminar in Keokuk, Iowa to gain technical information on pier fender pile design. (Resolution No. 95-31)

C. Authorization to accept the work on Contract 2586, "Ferry Building Seismic Repair Stage 1 and make final payment to Barnes/Lem, a Joint Venture for a total contract amount of $2,315,806.01. (Resolution No. 95-32)

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolutions on the Consent Calendar were adopted.

9. NEW BUSINESS

Commissioner Hardeman stated that the reason for his absence at the last meeting was he was in negotiations with the union he represents.

Gil Cohen, the party who quit the operation of the horsedrawn carriage, feels that he was forced out of the operation. This type of operation should be operated by competent, experienced and dedicated horsepeople. He appealed to the Commission to forbid operation until this matter is looked at carefully. Commissioner Lee stated that staff has taken appropriate action in suspending the firm's license.

Jeff Sears, Waterfront Horsedrawn Carriage, stated that they were requested last Friday not to commence operations on Port property and have complied. They are submitting a proposal to add an assignee onto their use permit. He's confident that the Commission will be comfortable with this person's horsemanship qualifications. Hopes that the Commission will keep an open mind. He realizes the seriousness of his business; however, they have not had any incidents, no property or personal injuries since they started operation in August.

10. EXECUTIVE SESSION

At 4:35 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE REGARDING LITIGATION MATTERS

CCSF v. 88 San Francisco Heritage,
Chapter 11 Case No. 95-3-1074 TC
Superior Court No. 968318 & 968319

C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision © of California Government Code Section 54956.9 (3 cases).

(1) Harbor Carriers, Inc., a California Corporation (aka Red and White Fleet, Inc., a Crowley Corporation) operating at Pier 41.

(2) Pier 32 Market, Inc., a California Corporation

(3) Insurance Company of the West, a California Corporation (Surety for Pier 32 Market, Inc.)

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a) and (c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in an open session at 6:30 p.m.

ACTION: Commissioner Lee moved approval to not disclose any information discussed in the executive session. Commissioner Hardeman seconded the motion. All Commissioners were in favor.

Commissioner O'Neill suggested that the meeting be adjourned in view of the tragedy in Oklahoma City and request that the Executive Director send the appropriate letter to the Mayor of Oklahoma City offering our condolences. Mr. Bouey concurred.

Meeting was adjourned at 6:35 p.m.

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5/9/95
Cancelled

PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, **MAY 9, 1995** AT 4:00 P.M.
IS HEREBY CANCELLED

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THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, MAY 23, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

SAN FRANCISCO
PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, MAY 23, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - April 25, 1995 Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

   B. Approval of 1995/96 Executive Director's Compensation (Resolution No. 95-29)

   C. Approval to apply for, accept and expend $650,000 funds from the California Conservancy for the repair and restoration of Pier 43 for public access and open space (Resolution No. 95-22)

4. **LEGISLATIVE**

   A. Approval to apply for, accept and expend funds from the Federal Transit Administration's (FTA) Section 3 Intermodal Facilities Program for the Ferry Building Renovation Project. (Resolution No. 95-40)

5. **TENANT & MARITIME SERVICES**

   A. Approval of Amendment of Management Agreement with Stevedoring Services of America (SSA) at Pier 94/96 (Resolution No. 95-42)

6. **FACILITIES & OPERATIONS**

   A. Approval of a Temporary Mural Program (Resolution No. 95-41)

   B. Authorizing the Port of San Francisco to hold the U.S. Department of Commerce, Economic Development Administration, and the State of California Trade and Commerce Agency harmless for claims arising out of improvements to the cranes at the Pier 70 shipyard. (Resolution No. 95-43)

7. **PLANNING & DEVELOPMENT**

   A. Approval of locations for J.C. Decaux public toilets and information kiosks within Port jurisdiction. (Resolution No. 95-38)

8. **ADMINISTRATION**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Approval to expend promotional funds for Port of San Francisco's Whaleboat. (Resolution No. 95-39)

   B. Approval of month-to-month lease with Polar Ice Company at Pier 45. (Resolution No. 95-35)

   C. Approval of Assignment of Fisherman's Wharf Seafoods, Inc. lease at Pier 47. (Resolution No. 95-33)

   D. Approval of Sublease for a portion of the Fish Alley Bar and Grill premises at 400 Jefferson Street. (Resolution No. 95-34)

   E. Authorization to advertise for bids on construction Contract No. 2608, "Pier 3, 29 and 31, Earthquake Damage Cornice Repair." (Resolution No. 95-36)

   F. Authorization to advertise for bids on Contract No. 2602, the "Fireboat Guardian, 1995 Drydocking." (Resolution No. 95-37)

10. **NEW BUSINESS**

11. **EXECUTIVE SESSION**

   A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

   Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
   Person Negotiating: Port representative: James Lazarus, Director-Special Projects
   AES Representative: Mark Woodruff

   An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

   B. CONFERENCE REGARDING LITIGATION MATTERS

   CCSF v. 88 San Francisco Heritage
   Chapter 11 Case No. 95-3-1074 TC
   Superior Court No. 968318 & 968319

   C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

   Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

   (1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

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PORT OF SAN FRANCISCO

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MEMORANDUM

May 23, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey, Executive Director

SUBJECT: Approval of 1995/96 Executive Director Salary

DIRECTOR'S RECOMMENDATION: APPROVE THE 1995/96 COMPENSATION FOR THE EXECUTIVE DIRECTOR

Charter Section 3.581(h) grants the Port Commission the exclusive authority to set the compensation (salary and benefits) of the executive director.

The history of the Port is to pay the average of the executive directors of other west coast ports. Of the eight ports surveyed, the salary range is significantly higher at six ports, lower at Tacoma and essentially the same at San Diego.

Using the above historical formula, the salary of the Executive Director would increase by 12.5%, from $129,482 to $144,319.

The salary of the Executive Director has been increased once in the past four years, in 1992/93, from $120,562 to the current salary of $129,482.

THIS PRINT COVERS CALENDAR ITEM NO. 3B

The following is the proposed increase to the compensation of the Executive Director:

- 2.5% increase effective 7/1/95
- 2.5% increase effective 1/1/96
- $900 paid at $75 per month for, or in lieu of, compensation benefits
- 1% of 1994/95 salary as a lump sum payment for the settlement of the wage freeze lawsuit, effective 7/1/95
- 5 days administrative leave
- 2 additional floating holidays

The Controller's Office has informed the Port that the Port Commission must take action no later than this meeting to allow the Port's budget to be amended before it is transmitted from the Mayor's Office to the Board of Supervisors.

Prepared by: Ben Kutnick

PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95 - 29

WHEREAS, section 3.581(h) of the Charter grants the Port Commission with the exclusive authority to set the compensation (salary and benefits) of the Executive Director; and

WHEREAS, the Port has surveyed the salaries of the executive directors of eight west coast; and

WHEREAS, the average salary the eight port directors surveyed is $144,319, which is 12.5% greater than the Executive Director of the Port of San Francisco; and

WHEREAS, the current salary of the Executive Director of the Port of San Francisco is $129,482; and

WHEREAS, the Executive Director has received salary increases in only one of the past four fiscal years; and therefore be it

RESOLVED, the Port Commission shall increase compensation for the Executive Director as set forth below:

- 2.5% increase effective 7/1/95
- 2.5% increase effective 1/1/96
- $900 paid at $75 per month for, or in lieu of, compensation benefits
- 1% of 1994/95 salary as a lump sum payment for the settlement of the wage freeze lawsuit, effective 7/1/95
- 5 days administrative leave
- 2 additional floating holidays

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

May 16, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval to apply for, accept and expend $650,000 funds from the California Conservancy for the repair and restoration of Pier 43 for public access and open space.

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO APPLY FOR, ACCEPT AND EXPEND COASTAL CONSERVANCY GRANT FOR PIER 43 PUBLIC ACCESS PROJECT.

Pier 43 has been designated as an appropriate area for public access. Distinguished by the railroad ferry arch, the pier apron is easily accessible and provides outstanding Bay views.

As part of the permit granted by BCDC for the Underwater World project at Pier 39, the finger pier is to be removed and the balance of the pier surface improved as open space mitigation. Subsurface repairs were not budgeted by Pier 39/ Underwater World.

A 1993 engineering survey found significant deterioration of pilings and the steel truss supporting the arch and loading ramp. In order to reopen the pier to public access, the entire substructure requires replacement. The project will require demolition of the existing pier, installation of new pilings, framing, decking, railing and lighting. Some new support and shoring will also be required for the arch. Total cost is estimated by Pier 39/Underwater World to be $1.3 million.

THIS PRINT COVERS CALENDAR ITEM NO. 3C

The Port does not believe it has any obligation to replace the substructure and it has no funds available for the project. In order to ensure that this public access project can proceed, Senator Kopp has earmarked funds in the Coastal Conservancy budget for this project.

The staff of the Coastal Conservancy is prepared to recommend approval by their Board of a $650,000 grant to the Port. Action will be taken by late June if the Port is authorized to apply for this grant.

The balance of the project cost, $650,000, will be funded by Pier 39/Underwater World. Should project costs exceed $1.3 million, Pier 39/Underwater World will seek approval for project modifications from BCDC and the Coastal Conservancy. In no event will the Port be responsible or participate in any project costs in excess of $1.3 million, and such costs shall be the sole responsibility of Pier 39/Underwater World.

In the event the Port is successful in obtaining the grant, the terms of the grant may include a provision requiring the Port to indemnify the California Coastal Conservancy. An indemnification agreement would also require Board of Supervisors approval.

In the interest of expanding public access to the waterfront in the Fisherman's Wharf area, staff is requesting authorization to apply for, accept and expend the $650,000 Coastal Conservancy Grant for Pier 43 public access and open space improvements.

Prepared by: Jim Lazarus
Director, Special Projects

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-22

WHEREAS, the restoration of Pier 43 as open space is important to meet the region's needs for public access to San Francisco Bay; and

WHEREAS, the California Coastal Conservancy is authorized to make monies available to improve and enhance public access to California's coast and waterways; and

WHEREAS, the State Senate has earmarked $650,000 towards the estimated $1.3 million cost of replacement, repair and renovation of Pier 43; and

WHEREAS, the $650,000 grant will be matched with $650,000 of funding from Pier 39/Underwater World, as part of that project's BCDC permit mitigations; now, therefore be it

RESOLVED, the Port does not believe it has any obligation to replace the substructure at Pier 43 and it has no funds available for the project; and be it further

RESOLVED, in the interest of expanding public access to the waterfront in the Fisherman's Wharf area, the Port has cooperated with Pier 39/Underwater World in identifying potential additional grant funding for the project; and be it further

RESOLVED, the Executive Director is authorized to apply for, accept and expend $650,000 in California Coastal Conservancy funds for the renovation of Pier 43; and be it further

RESOLVED, the Port will not be responsible or participate in any project costs in excess of $1.3 million, and such costs shall be the sole responsibility of Pier 39/Underwater World; and be it further

RESOLVED, the Executive Director is authorized to enter into a contract with the California Coastal Conservancy specifying the terms for administration and expenditure of the Pier 43 open space grant; and be it further

RESOLVED, the Executive Director is further authorized to provide an indemnification to the California Coastal Conservancy if the terms of the grant require such a provision, upon approval by the Board of Supervisors.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

P43Grant.igq/3

PORT OF SAN FRANCISCO

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MEMORANDUM

May 16, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval to apply for accept and expend $ 1 million of Federal funds from the Federal Transit Administration (FTA) for the Ferry Building Project earmarked in the U.S. Department of Transportation Appropriations Bill of 1995 and approval to apply for up to $5 million in future funding from the U.S. Department of Transportation

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO APPLY FOR, ACCEPT AND EXPEND FTA GRANT FUNDS FOR THE FERRY BUILDING RENOVATION PROJECT.

The Ferry Building Restoration Project will re-establish the historic Ferry Building as an intermodal transportation terminal serving ferry and mass transit commuters throughout the Bay Area. The project also includes commercial uses to support ferry passengers' needs and to fund the building's renovation. Since 1993, the Ferry Building Restoration Project has been awarded $3 million in Federal grants for the initial planning and environmental review studies and for construction of the public concourse.

THIS PRINT COVERS CALENDAR ITEM NO. 4A

The first phase of a feasibility and conceptual design study was recently completed, and environmental review of the project is under way. The Feasibility Study analyzed proposed financing alternatives and recommended pursuing additional public funding to complement private investment in this project.

The 1995 Department of Transportation Appropriations bill (HR4566) earmarked $1 million from FTA Section 3 Funds for this project at the request of Representative Nancy L. Pelosi. This grant will be used to fund final design of public halls and concourses within the building. The grant requires a 20% match of local funds, which will be provided by California State Proposition 116 bond funds for the Downtown Ferry Terminal Project.

Staff is requesting authorization to apply for, accept and expend the $1 million appropriation through the San Francisco Public Transportation Commission because only transit agencies are eligible to directly apply for these funds. A Memorandum of Understanding (MOU) will be prepared between the Port Commission and the Public Transportation Commission to specify terms for administering and expnding these funds.

The Port has been advised by FTA that additional Section 3 Funds may become available during the current and forthcoming fiscal years. The Port will apply through the San Francisco Public Transportation Commission for these funds to cover the construction phase of the project. Staff requests authorization to apply for up to $5 million in FTA Section 3 Funds and/or other grant programs within the U.S. Department of Transportation.

Prepared by: Veronica Sanchez, Manager
Governmental Affairs

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-40

WHEREAS, the restoration of the Ferry Building as an intermodal transportation terminal is important to meet the region's needs to establish an efficient water transit system in San Francisco Bay.

WHEREAS, the Secretary of Transportation is authorized to make monies available pursuant to the Intermodal Surface Transportation Efficiency Act of 1991 (ISTEA) for mass transportation projects; and

WHEREAS, the 1995 Department of Transportation Appropriations bill (HR4566) earmarked $1 million from Section 3 Capital Assistance, administered by the Federal Transit Administration, for the renovation of the Ferry Building to fund final design and construction of the proposed main hall and other public concourses within the building;

WHEREAS, the Public Transportation Commission, City and County of San Francisco, is an eligible claimant for these funds pursuant to Section 3 of the Federal Transit Act of 1991; and

WHEREAS, the $1 million grant will require the provision of a local share of the project cost of 20%, which will be met with State Prop. 116 Ferry Terminal funds; now therefore be it

RESOLVED, the Executive Director is authorized to apply for, accept and expend $1 million in Federal Section 3 Capital Assistance funds for the Ferry Building Renovation Project earmarked by Congress in 1994; and be it further

RESOLVED, the Executive Director is authorized to enter into an MOU with the Public Transportation Commission specifying the terms for administration and expenditure of the Federal Section 3 Capital Assistance funds for the Ferry Building Renovation Project; and be it further

RESOLVED, the Executive Director is authorized to apply for, accept and expend up to $5 million of additional Federal Section 3 Capital Assistance funds or other funding opportunities that may become available through the U.S. Department of Transportation.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

____
Secretary

VS/fj/I:FTA1

PORT OF SAN FRANCISCO

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MEMORANDUM

May 16, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of First Amendment to Non-Exclusive Management Agreement with Stevedoring Services of America at Piers 94-96.

DIRECTOR'S RECOMMENDATION: APPROVE FIRST AMENDMENT TO MANAGEMENT AGREEMENT WITH STEVEDORING SERVICES OF AMERICA.

The South container terminal at Piers 94-96 will experience the loss of the Evergreen Line in June, 1995. The remaining business currently using the facility will not support the operating costs incurred by the management contractor, Stevedoring Services of America (SSA).

In order to retain the balance of the existing business and to attract new business, the facility must be kept open and operating.

SSA estimates that it would lose approximately $587,000 between July 1, 1995 and June 30, 1996 at the terminal. This is the worst case scenario for the Port. Our hope is that through retaining the remaining business and attracting new business, we will be able to decrease the $587,000 to a very small number with a target of no Port subsidy.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

The current five-year agreement dated August 25, 1993 commenced November 1, 1993 and expires October 31, 1998 unless terminated by either party upon ninety (90) days' written notice. It is proposed to amend the management agreement to allow the Port to substitute an interim management fee for the existing fee which would provide SSA the necessary funds, in arrears, to cover net operating losses during the July 1, 1995 through June 30, 1996 period. Unbudgeted projected Port revenues are expected to provide these funds. In addition, SSA waives any management fees provided in the agreement during this one-year period.

Proposed Amendment

Management Fee: From July 1, 1995 through June 30, 1996 Port will reimburse SSA up to a maximum fee of $587,000 for net operating loses, excluding corporate overhead and profit.

SSA will provide detailed monthly and year-to-date reports of revenue and expenses.

Port will disburse funds after the December, 1995 and June, 1996 reports, as necessary.

Port does not pay management fees set forth in the Agreement until all the funds advanced by Port are offset by interim fees earned during this period.

Cancellation: Neither party may cancel the Agreement, except for cause, between July 1, 1995 and June 30, 1996.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-42

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Evergreen is leaving the Port at the end of its contract in June, 1995; and

WHEREAS, The Port desires to keep the facilities at Piers 94-96 open and operating to retain and to expand business; and

WHEREAS, SSA estimates that it would lose approximately $587,000 between July 1, 1995 and June 30, 1996; and

WHEREAS, The Port believes that it can derive the necessary revenue to cover SSA's shortfall through the retention of smaller carriers, automobiles and with the addition of a small line and project cargo; therefore be it

RESOLVED, That the Port Commission hereby approves that amendment dated May 23, 1995 to the Management Agreement and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

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PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

May 15, 1995

TO: MEMBERS, PORT COMMISSION
Honorable Preston Cook, President
Honorable Frankie G. Lee, Vice President
Honorable Anne Halsted
Honorable Francis J. O'Neill
Honorable Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of a Temporary Mural Program

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE THE EXECUTIVE DIRECTOR TO REVIEW AND APPROVE THE MURALS PROPOSED BY THE ART COMMISSIONS AS RELATED TO THE MUNI METRO TURNBACK PROJECT

As part of the Muni Metro Turnaround Project, the Art Commission is sponsoring five temporary murals. The current Memorandum of Understanding (MOU) with the CAO's office provide that the Port Commission approve these temporary murals before they are installed. To facilitate the review and approval of these mural designs, staff recommend that a temporary mural program be adopted granting the Executive Director authority to review the design.

Prepared by: Emilio R. Cruz
Director, Facilities & Operations

THIS PRINT COVERS CALENDAR ITEM NO. 6A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-41

WHEREAS, the Muni Metro Turnback Project includes the installation of five temporary murals sponsored by the Art Commission; and

WHEREAS, the current MOU with the CAO's office provide that the Port Commission must approve these murals before they are installed; and

WHEREAS, to facilitate the review and approval of these mural designs, staff recommends that a temporary mural program be adopted; therefore be it

RESOLVED, that the Port Commission hereby approves the temporary program and grants the Executive Director the authority to review and approve the temporary murals to be installed as part of the Muni Metro Turnback Project.

I hereby certify that this resolution was adopted by the San Francisco Port Commission at its meeting of May 23, 1995.

SECRETARY

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Writer

MEMORANDUM

May 16, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Authorizing the Port of San Francisco to hold the U.S. Department of Commerce, Economic Development Administration, and the State of California Trade and Commerce Agency harmless for claims arising out of improvements to the cranes at the Pier 70 shipyard.

DIRECTOR'S RECOMMENDATION: AUTHORIZE THE EXECUTIVE DIRECTOR TO EXECUTE THE GRANT AGREEMENTS WITH THE INDEMNIFICATION PROVISION UPON APPROVAL BY THE BOARD OF SUPERVISORS.

The Port of San Francisco was recently awarded a total of $1,750,000 of defense conversion funds from the U.S. Department of Commerce, Economic Development Administration and the State of California Trade and Commerce to upgrade five cranes at the Pier 70 shipyard. Both funding agencies require the Port to agree to indemnification provisions.

Specifically, the U.S. Department of Commerce's standard indemnification provision requires the Port to indemnify and hold harmless the government from any and all liabilities related to hazardous material. The State of California's grant agreement requires the Port to hold harmless the State from all claims and losses resulting from the project.

Port staff is requesting the Commission to authorize the Executive Director to execute the grant agreements with the State of California and the U.S. Department of Commerce, Economic Development Administration upon approval of the indemnification provisions by the Board of Supervisors.

Prepared by: Veronica Sanchez, Manager
Governmental Affairs

THIS PRINT COVERS CALENDAR ITEM NO. 6B

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-43

WHEREAS, the Port of San Francisco was awarded a $1,500,000 defense conversion grant from the U.S. Department of Commerce, Economic Development Administration (EDA) and $250,000 from the State of California's Trade and Commerce Agency; and

WHEREAS, the Economic Development Administration's Financial Assistance Award Agreement includes a clause which requires the Port to indemnify and hold harmless the Government from and against all liabilities that the Government may incur as a result of providing an award to assist, directly or indirectly, preparation of the project site or construction, renovation, or repair of any facility of the project site, to the extent that such liabilities are incurred because of toxic or hazardous contamination of groundwater, surface, soil, or other conditions caused by operation of the Port or any of its predecessors on the property; and

WHEREAS, the California Trade and Commerce Agency's grant agreeement includes a clause which requires the Port to indemnify, defend and hold harmless the State of California and its agencies, officers, agents and employees from and against any and all claims and losses accruing or resulting to any and all Grantees, subcontractors, material persons, laborers and any other person, firm or corporation furnishing or supplying work, services, equipment, materials or supplies in connection with the performance of this grant agreement and from any and all claims and losses accruing or resulting to any person, firm or corporation who may be injured or damaged by the Grantee in the performance of this grant agreement. Grantee agrees to include the State in any consultant or subcontractor agreements as a named indemnitee. Grantee further agrees to indemnify State against all loss incurred by State as a result of Grantee's failure to comply with terms and conditions of Federal Grant Agreement, including but not limited to, costs expended by Grantee which are determined by the federal government to be ineligible for reimbursement; now therefore, be it

RESOLVED, the Executive Director is authorized to execute the contract agreements with the U.S. Department of Commerce, Economic Development Administration and the California Trade and Commerce Agency, Office of Strategic Technology, with the indemnification and hold harmless provisions for the improvements to the Pier 70 shipyard, upon approval of the Board of Supervisors.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

May 23, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Locations for J.C. Decaux Public Toilets and Information Kiosks within Port Jurisdiction

DIRECTOR'S RECOMMENDATION: APPROVE LOCATIONS OF J.C. DECAUX PUBLIC TOILETS AND PUBLIC SERVICE KIOSKS.

The Port Commission authorized the Executive Director to execute a contract with the City and County of San Francisco and the J.C. Decaux Company (April 1994) for the installation and maintenance of self-cleaning public toilets and public service kiosks in Port jurisdiction as well as other areas of the City. As a part of that authorization, the Commission must review and approve all of the locations within its jurisdiction.

Staff has received a request from the Decaux Company to approve several different kiosk locations (letter attached). Staff, however, is requesting that the Commission approve as a package the 4 public toilets and 8 information kiosks identified below.

As a point of background, each of the public information kiosks (drawing attached) contains two panels of private advertisement and a third panel of Port and public service information. Each panel is backlit to allow for visibility at night. The overall size of the kiosk is 5'5 3/4" in diameter and 14'4" in height and the advertising panels measure 4'4" X 11'3". As part of the agreement the revenue generated by advertising sales will fund the on-going maintenance costs of both the toilets and kiosks by the J.C. Decaux Company. The Port and the City will also partially (based on the total number of facilities placed on Port property, estimated at $2,000 a year) participate in the revenue stream.

THIS PRINT COVERS CALENDAR ITEM NO. 7A

Each of the public toilets (drawing attached) will have two backlit panels to provide Port and public service information and a map of the Port. The overall size of the toilet is 7' in diameter and 9'10" in height and the information panels measure 4' X 5'7". Port staff has been working with the J.C. Decaux Company to develop a Port map. The map will highlight major attractions along the waterfront, public access areas, and transportation connections. A draft of the map should be available in the next several weeks for the Commission's review.

Port staff has also worked with Decaux representatives to finalize the set of proposed locations before the Commission today. Further technical investigations will be required to precisely determine the location of each facility. The J.C. Decaux Company will submit engineering drawings to the Port's Building Inspector for review and approval, prior to installation. Once Building Permit applications are received from the J.C. Decaux Company, the Port under provisions of the contract, must make every effort to release the permits in a timely manner. If technical problems arise for any of the locations, and a new location must be explored, the change will be submitted to the Port's Executive Director for review and approval in a timely fashion.

The following briefly describes each of the proposed locations (map attached).

Public Toilets

1. Pedestrian Promenade, near Fire Station, Embarcadero and Folsom. Proposed site is on the southern end of the pedestrian promenade area, near the Fire Station. The toilet is set back from the edge of the Embarcadero (approximately 25 feet). Proposed location will require review by BCDC's DRB and an amendment to BCDC permit for the promenade..

2. Near Pier 7. Proposed location could either be to the east of the new promenade on the marginal wharf area of the entrance to Pier 7 (approximately 100 feet south of the Waterfront Restaurant) or north of the Waterfront Restaurant, east of the new promenade on the marginal wharf area (between the restaurant and Pier 9). The proposed toilet location will complement the recreational use of Pier 7, which is without a rest room facility at this time. This location also complies with the Port's San Francisco Bay Conservation and Development Commission (BCDC) permit for the Pier 7 project

3 & 4. Powell, Jefferson and the Embarcadero, Fisherman's Wharf Triangle Parking Lot. Proposed locations are on the western end (away from the Powell, Jefferson and Embarcadero intersection) of a new pedestrian plaza now being designed with the F-Line improvements. View of the toilets from the Embarcadero will be framed by 6 - 8 trees placed in the new placed plaza area.

Public Service Kiosks

1. Market Street crosswalk, East side of Central Island along the Embarcadero, Ferry Building. Proposed location will be in line with the southern row of potted trees, in the central island along the Embarcadero. This location offers an opportunity to consolidate a number of the newspaper racks in front of the Ferry Building.

2. Pier 7. The kiosk will cover the existing electrical control panel for the Pier. The location is approximately 90 feet to the south of the proposed toilet location (mentioned above) BCDC's Design Review Board has reviewed and approved both the toilet and kiosk for this location.

3. Pier 35, Western end of Bulkhead Building. Proposed location is at the western end of the Pier 35 bulkhead building on the Embarcadero promenade. This location will not block views of the Bay or the Pier 39 marina, to the west. The location should provide a good position for a Port map showing attractions in Fisherman's Wharf to arriving cruise ship visitors. Proposed location will require review by BCDC's DRB and an amendment to the BCDC permit for the Roadway project.

4. Powell and the Embarcadero, Pier 39 Garage. Proposed location is at the southeast corner of Powell Street and the Embarcadero, in front of the Pier 39 parking garage.

5. Mason and Jefferson. Proposed location will be in a new sidewalk bulb (bulb is approximately 8 foot in diameter and will extend into Jefferson from the existing curb line) at the southwest corner of Mason and Jefferson Streets.

6. Pier 41. Proposed location is near the northeast corner of the Powell/Embarcadero intersection. The kiosk will not block views of the Bay to the west of Pier 41. BCDC's DRB has reviewed and approved this location.

7. Taylor/Jefferson, Octagon Building. Proposed location is 120' north of Jefferson Street along the east side of Taylor Street. This location may offer information about the central Wharf. The kiosk is placed back from the edge of Taylor street to allow better pedestrian circulation.

8. Jefferson and Hyde. Proposed location will be in a new sidewalk bulb at the south east corner of Jefferson and Hyde Streets. This location offers an opportunity to provide information about Fisherman's Wharf, as visitors arrive from the Hyde Street Cable Car stop less than a block away.

Prepared by: Sharon Lee Polledri,
Director of Planning and Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-38

WHEREAS, the Port Commission, the City and County of San Francisco, and the J.C. Decaux Company have entered (April 1994) into a contract to install self-cleaning public toilets and public service kiosks on Port property; and

WHEREAS, the contract provides that a total package of 4 public toilets and 8 public service kiosks will be located on Port property. All locations should be reviewed and approved by the Port Commission; and

WHEREAS, pursuant to the contract the J.C. Decaux Company will install and maintain, at no cost to the Port, the public toilets and public service kiosks on Port property; and

WHEREAS, pursuant to the contract (Sec. 4.03, B), the Executive Director will review and approve all non-commercial advertising materials to be placed on either the public toilets or the public service kiosks. As part of the Executive Director's approval under the contract, he will review and approve a map of the Port of San Francisco; and

WHEREAS, pursuant to the contract J.C. Decaux will submit engineering drawings to secure all necessary permits from the Chief Harbor Engineer and other regulatory agencies, with jurisdiction over the proposed facilities; now therefore be it

RESOLVED, the Port Commission approves the installation public toilets and public service kiosks in the following locations:

Public Toilets

1. Pedestrian Promenade, near Fire Station, Embarcadero and Folsom.
2. Near Pier 7.
3 & 4 Powell, Jefferson and the Embarcadero, Fisherman's Wharf Triangle Parking Lot.

Public Service Kiosks
1. Market Street crosswalk, East side of Central Island along the Embarcadero, Ferry Building.
2. Pier 7.
3. Pier 35, Western end of Bulkhead Building.
4. Powell and the Embarcadero, Pier 39 Garage.
5. Mason and Jefferson.
6. Pier 41.
7. Taylor/Jefferson, Octagon Building.
8. Jefferson and Hyde;
be it further

RESOLVED, that the above locations are approximates and, if upon further technical investigations the site proves improbable, the Executive Director is authorized to modify the location to accommodate the placement of the Decaux facilities.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

May 16, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval to expend promotional funds for Port of San Francisco Whaleboat

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO EXPEND FUNDS FOR THE PURCHASE OF EQUIPMENT AND REPAIRS TO THE PORT'S WHALEBOAT IN AN AMOUNT NOT TO EXCEED $6,865.

The San Francisco Whalers have represented the Port of San Francisco in various whaleboat rowing events since 1989. The whaleboat rowing events are an excellent opportunity for the Port of San Francisco to participate in a traditional maritime promotional activity. (Many of the teams that participate in these rowing events are important members of the Bay Area Maritime Community including the Port of Oakland, U.S. Coast Guard, APL, Service Engineering, Matson Lines and Others.)

In 1990, the Port Commission approved the purchase of an historic whaleboat for the Port's use in whaleboat rowing events and other promotional activities. The funding source for the purchase of the whaleboat was the "San Francisco Port Commission Promotional Fund", as defined in the San Francisco Administrative Code in Section 10.117-31. The ordinance that established the fund states that "The monies in the San Francisco Port Commission promotional fund are hereby appropriated exclusively for the purpose of promotional activities, the character and nature of which shall be determined by the San Francisco Port Commission."

PRINT COVERS CALENDAR ITEM NO. 9A

The Port has used the whaleboat in numerous promotional events including the rowing regattas, Festa Italiana and Columbus Day.

The Port's Whaleboat is now in need of additional equipment and repairs, necessary to keep the historic vessel in good condition and to allow it to continue to be used in rowing events and other promotional activities. The attached resolution authorizes the expenditure of the remaining funds ($6,864.73) in the Promotional Fund for Whaleboat purposes.

Prepared by: Carolyn Macmillan
Marketing Manager

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-39

WHEREAS, the "San Francisco Port Commission Promotional Fund" (34-501) was established for the purpose of funding promotional activities at the Port of San Francisco (San Francisco Administrative Code Section 10.117-31); and

WHEREAS, the Port Commission approved Resolution No. 90-89 on August 22, 1990, authorizing the purchase of an historic whaleboat for use in Port promotional activities; and

WHEREAS, the purchase of new equipment and repairs for the whaleboat are necessary in order to allow the boat to remain in good condition and continue to be used for promotional purposes; now therefore be it

RESOLVED, that the San Francisco Port Commission authorizes staff to expend funds for the purchase of equipment and repairs to the Port of San Francisco Whaleboat in an amount not to exceed Six Thousand Eight Hundred Sixty Four Dollars and Seventy-Three Cents ($6,864.73)

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

____
Secretary

SLP/fj/H: Agd2.5-16

PORT OF SAN FRANCISCO

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MEMORANDUM

May 12, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Month-to-Month Lease with Polar Ice Company at Pier 45

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH POLAR ICE COMPANY

Background

The fishing industry is the heart of Fisherman's Wharf. Its vitality is essential to the continued economic health of other businesses at Fisherman's Wharf and is crucial for preserving and enhancing the appeal of Fisherman's Wharf. The Port of San Francisco is therefore committed to the revitalization of the fishing industry at Fisherman's Wharf.

Toward this end, I have held a series of meetings with representatives of the fishing industry at Fisherman's Wharf in order to learn what actions the Port could take to assist their operation at Fisherman's Wharf. One of the most fundamental needs expressed by representatives of the fishing industry is ice availability, which is essential for the operation of fishing boats and fish wholesalers and processors. They further expressed the need for ice being available in a range of quantities and at reasonable prices.

For the past ten years, ice has been provided at Pier 45 by Polar Ice Company. However, in recent years reduced fishing activity has decreased the demand for ice at Fisherman's Wharf, which severely impacted the revenues of Polar Ice Company. In response, Polar Ice Company first limited ice deliveries to one ton minimums, due to the electricity expense involved. Finally, in August 1993, Polar Ice Company was forced to discontinue its operation. To address this immediate need, the Port Commission by Resolution No. 93-129 abated electricity charges

THIS PRINT COVERS CALENDAR ITEM NO. 9B

to Polar Ice Company, which enabled Polar Ice Company to continue providing ice until the construction activity at Pier 45 necessitated the ice machine being disconnected from utilities and suspending operation.

Based upon input from representatives of the fishing industry, it is critical that this ice service be reestablished at Pier 45. While many of the new fish processors and wholesalers at Pier 45 will have ice making capabilities, an independent source of ice is required to meet the exceptional needs of these fish wholesalers and processors, as well to meet the needs of fishing boats.

Proposed Lease

To meet these needs, a lease has been negotiated with John Tarantino, dba Polar Ice Company, with the following provisions:

1.	Premises:	2,530 sq. ft. of shed space and 1,628 sq. ft. of apron space, as shown on the attached site plan.
2.	Term:	Month-to-Month
3.	Rent:	One Dollar ($1.00) per month
4.	Security Deposit:	$1,390.40 (transferred from prior license agreement)
5.	Utilities:	a. Port shall pay for electricity. b. Polar Ice Company shall pay for other utilities.
6.	Operations:	a. Polar Ice Company shall operate and maintain the ice machine. b. Polar Ice Company shall provide ice in required quantities at discounted prices to all commercial and sport fishing boats (whether they are Port berthholders or not) and to fish wholesalers and processors located on Port property. The initial pricing will be $45.00 per ton (compared to the market rate of $60.00), with the larger and smaller quantities priced proportionally. The minimum quantity provided will be 500 pounds (at $11.25).

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-35

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Availability of ice in required quantities and at reasonable prices is an essential service for the fishing industry at Fisherman's Wharf, and is necessary to preserve and enhance the economic vitality of the fishing industry at Fisherman's Wharf;

WHEREAS, Port Commissions approval is being sought for a lease with Polar Ice Company to provide ice service, with business terms as set forth in the Memorandum of Agenda Item No. 9B for the Port Commission meeting on May 23, 1995; now therefore, be it

RESOLVED, That the Port Commission hereby approves the month-to-month lease with the business terms as set forth in the Memorandum of Agenda Item No. 9B for the Port Commission meeting on May 23, 1995, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

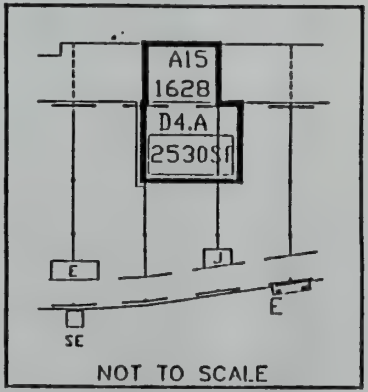
J:\...\wp51\agendas\polarice.mem\KB\cp\April 25, 1995

KEY:

A – APRON
B – INTERIOR PREMISES
E – ENTRANCE LANDING WITH STAIRS
F – FIRE PUMP ROOM
J – JANITOR
L – LOADING DOCK
O – OFFICE
SE – ELECTRICAL SUBSTATION
SP – SEWER PUMPSTATION
W – WATER

FACILITY – - - - - - - - -

PREMISES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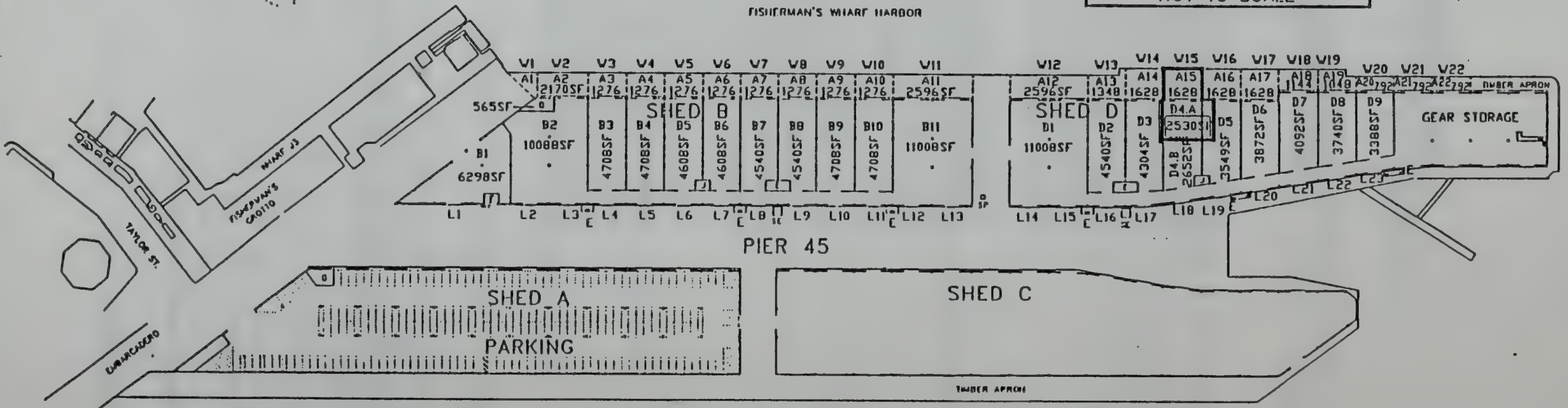
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SAN FRANCISCO PORT COMMISSION PORT OF SAN FRANCISCO	EXHIBIT A THE FACILITY and PREMISES	POLAR ICE COMPANY SEAFOOD CENTER PIER 45, SHED B and SHED D	FACILITY No. 1045 LEASE No. L- 12088 DATE: Feb. 17, 1995

PORT OF SAN FRANCISCO

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MEMORANDUM

May 12, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director DPB

SUBJECT: Approval of Lease Assignment for Fisherman's Wharf Seafoods, Inc. at Pier 47

DIRECTOR'S RECOMMENDATION: APPROVE ASSIGNMENT OF FISHERMAN'S WHARF SEAFOODS, INC. LEASE

Fisherman's Wharf Seafoods, Inc. is the Tenant for the premises under Port Lease No. L-9277 at Pier 47 where it operates a fish wholesaling business. The term of this sixty-one year lease commenced on April 1, 1975. The premises consist of 6,525 square feet at the end of Pier 47 (beyond Scoma's Restaurant), of which 3,085 square feet is building area and 3,440 square feet is open area (as shown on the attached site plan). The current monthly rent is $857.35, which equals $.278 per square foot based on the building area, or $.131 per square foot based on the total premises. The use of the premises is limited to "wholesale fish processing, fish storage, marine food preparation and such other uses as are reasonably related thereto."

Fisherman's Wharf Seafoods, Inc. has recently encountered some financial difficulties, which resulted in it getting behind in the rent due the Port. While the delinquency totalled $18,044.13 at the beginning of April 1995, it has been reduced to $5,636.23.

THIS PRINT COVERS CALENDAR ITEM NO. 9C

To solve its financial problems and continue operation, Fisherman's Wharf Seafoods, Inc. is being sold to W.F. Alber, Inc. a diversified marine business firm headquartered in Emeryville, California. As a part of this transaction, a management agreement is being entered into with Sal Balestrieri, the President of Fisherman's Wharf Seafoods, Inc., to manage the fish wholesaling operation at the subject premises for W.F. Alber Inc. In order to complete this transaction, Fisherman's Wharf Seafoods, Inc. desires to assign Lease No. L-9277 to W.F. Alber Inc. The balance due the Port will be paid prior to the assignment being consummated. Under the assignment, Fisherman's Wharf Seafoods, Inc. will not be released of its obligation under the Lease.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

J:\...\wp51\agendas\fwseafoo.mem\KB\cp\April 25, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-33

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

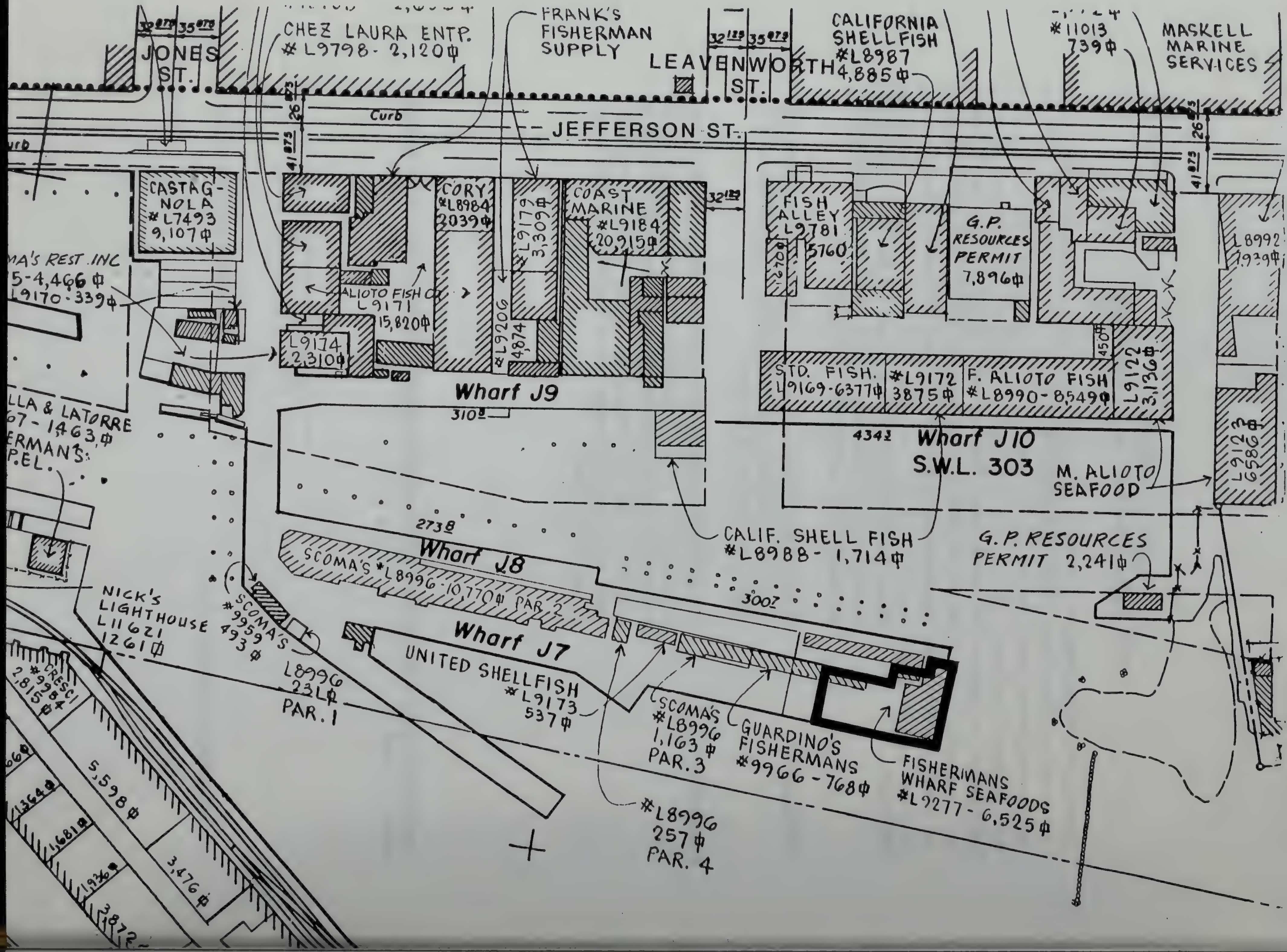
WHEREAS, Port Commission approval is being sought for the assignment of Lease No. L-9277 from Fisherman's Wharf Seafoods Inc. to W.F. Alber, Inc.; now therefore, be it

RESOLVED, That the Port Commission hereby approves the assignment of Lease No. L-9277 to W.F. Alber, Inc. and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port and forward said assignment of lease to the San Francisco Board of Supervisors for approval by ordinance pursuant to City Charter Section 7.402-1.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

J:\...\wp51\agendas\fwseafoo.mem\KB\cp\April 25, 1995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Wharf J10
4342
S.W.L. 303
M. ALIOTO
SEAFOOD
LLA & LATORRE
67 - 1463ф
ERMAN'S
P.EL.
2738
Wharf J8
SCOMA'S #L8996-10770ф PAR. 2
CALIF. SHELL FISH
#L8988 - 1,714ф
G.P. RESOURCES
PERMIT 2,241ф
3002
NICK'S
LIGHTHOUSE
L11621
1261ф
SCOMA'S
#9959
493ф
Wharf J7
UNITED SHELLFISH
#L9173
537ф
L8996
23Lф
PAR. 1
SCOMA'S
#L8996
1,163ф
PAR. 3
GUARDINO'S
FISHERMANS
#9966-768ф
FISHERMANS
WHARF SEAFOODS
#L9277 - 6,525ф
#L8996
257ф
PAR. 4
CRESCI
#9984
2,815ф
5,598ф
3,476ф
1364ф
1,681ф
193ф
3872
32
35
26
41
32

PORT OF SAN FRANCISCO

MEMORANDUM

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

May 12, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Month-to-Month Sublease with Xpresso Gourmet Commuter Coffee for a Portion of the Fish Alley Bar & Grill Premises at 400 Jefferson Street.

DIRECTOR'S RECOMMENDATION: APPROVE SUBLEASE WITH XPRESSO GOURMET COMMUTER COFFEE

Sanford Cohn and Jake Francisco, dba Fish Alley Bar & Grill, are collectively the Tenant under Port Lease No. L-9781 for Premises containing 7,340 square feet located at 400 Jefferson Street. As shown on the attached exhibit, the Premises are comprised of two Parcels: Parcel 1 (5,760 square feet) is occupied by the Fish Alley Bar & Grill Restaurant; and Parcel 2 (1,670 square feet) is occupied by a sub-tenant, Addis Galleries. The sixty-one year lease term commenced on April 1, 1975.

A small (164 square feet) enclosed porch is located at the front of the Fish Alley Bar & Grill Restaurant, as shown on the attached exhibit, and Fish Alley Bar & Grill proposes to sublease this area to Xpresso Gourmet Commuter Coffee ("Xpresso"). Use of this parcel will be limited to the sale of hot and cold espresso drinks, Italian sodas, other non-alcoholic beverages, pastries, desserts, and similar items. This sublease will be on a month-to-month basis, and will require Xpresso to pay Fish Alley Bar & Grill monthly base rent plus percentage rent. The base rent will be $1,200.00 per month, plus percentage rent equaling 5% of Xpresso's gross receipts or such other percent as Fish Alley Bar & Grill is obligated to pay the Port. All of this percentage rent will be passed through to the Port.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. 9D

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-34

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

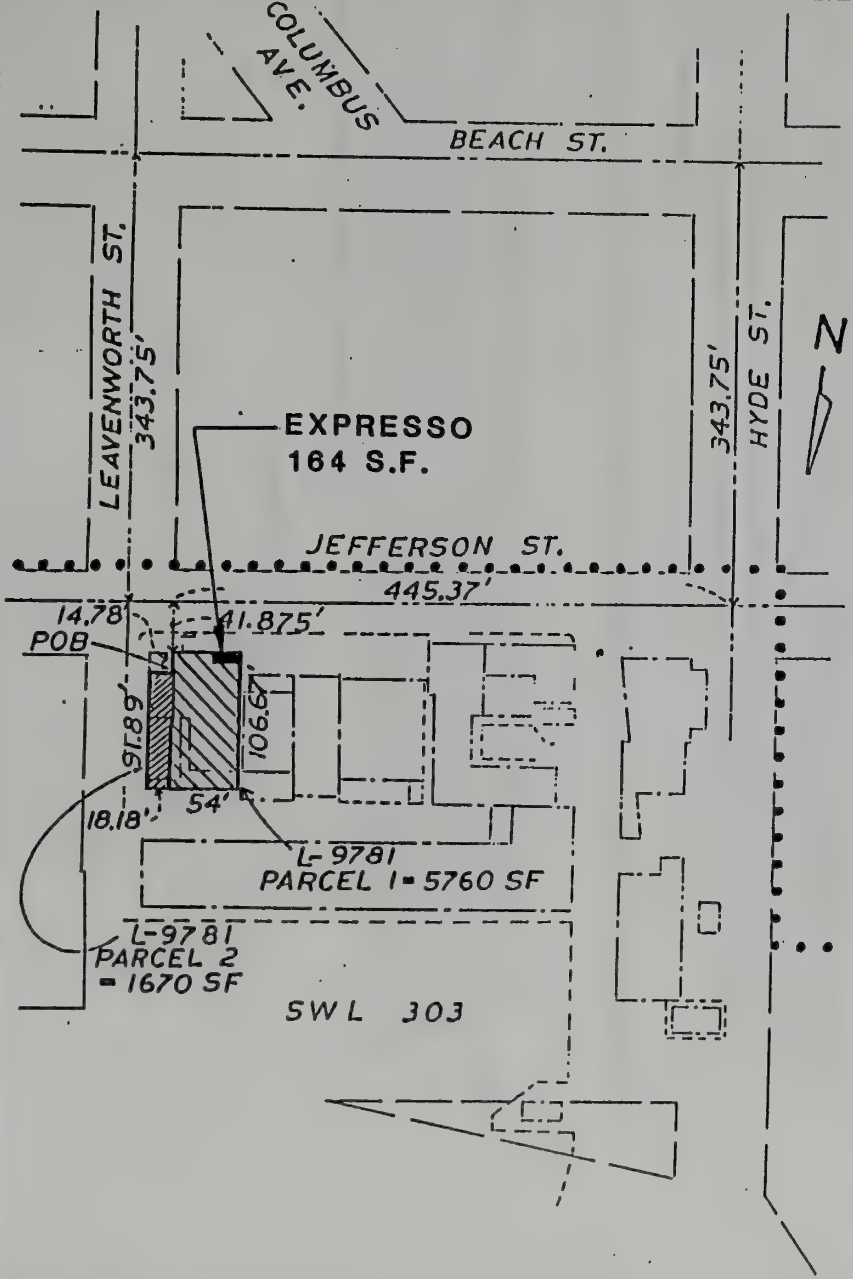
WHEREAS, Sanford Cohn and Jake Francisco, collectively Tenant under Port Lease No. L-9781, desires to sublease a portion of the Premises to Xpresso Gourmet Commuter Coffee as set forth in the Memorandum of Agenda Item No. 9D for the Port Commission meeting on May 23, 1995, now therefore be it

RESOLVED, That the Port Commission hereby approves the subletting to Xpresso Gourmet Commuter Coffee as set forth in the Memorandum of Agenda Item No. 9D for the Port Commission Meeting on May 23, 1995, and hereby authorizes the Executive Director of the Port to consent to the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of May 23, 1995.

Secretary

J:\...\wp51\agendas\xpresso.mem\KB\cp\May 5, 1995


COLUMBUS AVE.
BEACH ST.
LEAVENWORTH ST.
343.75'
EXPRESSO
164 S.F.
343.75'
HYDE ST.
N
JEFFERSON ST.
445.37'
14.78'
POB
41.875'
91.89'
106.67'
18.18'
54'
L-9781
PARCEL 1 = 5760 SF
L-9781
PARCEL 2
= 1670 SF
SWL 303

Contract No. ____

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ____

____ CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

FISH ALLEY
BAR AND GRILL

IN CHARGE OF
MADE BY
TRACED BY
DRAWING NO. 3030
CHECKED BY
DATE
SCALE
SHEET NO. 5
OF SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

May 15, 1995

TO: MEMBERS, PORT COMMISSION
Honorable Preston Cook, President
Honorable Frankie G. Lee, Vice President
Honorable Anne Halsted
Honorable Francis J. O'Neill
Honorable Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Piers 3, 29 and 31 Cornice Repair Project, Contract No. 2608 Request to Advertise

DIRECTOR'S RECOMMENDATION: STAFF RECOMMENDS THAT THE COMMISSION AUTHORIZE PORT STAFF TO ADVERTISE FOR BIDS IN ACCORDANCE WITH THE ATTACHED RESOLUTION.

The October 17, 1989 earthquake caused non-structural damage to the architectural cornice on bulkhead buildings at Piers 3, 29, and 31. This damage was greater on Piers 29 and 31 and the cornice was removed by emerency contract on these piers. The cornice has to be repaired by removing the existing cornice on Pier 3 and reconstructing the cornice on all three of these bulkhead buildings.

Port staff has prepared contract plans and specifications necessary to perform the repair work by outside contract.

The estimated cost of earthquake damage repair is $282,300, all of which is covered by FEMA/OES Damage Survey Reports and will be reimbursed. An additional $7,500 of Port funds will be required for non-earthquake repair such as dry rot in the area of earthquake damge. A contingency amount of 10% will also be requested at the time the Commission approves the contract award, and Port staff will seek additional FEMA/OES funding if additional work is performed in order to cover the contingency.

Prepared by: Emilio R. Cruz
Director, Facilities & Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9E

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-36

WHEREAS, the October 17, 1989 earthquake caused non-structural damage to the bulkhead buildings at Piers 3, 29 and 31; and

WHEREAS, this damage was greater at Piers 29 and 31, requiring the removal of the cornices by emergency contract; and

WHEREAS, the cornice repair must be done by removing the existing cornice at Pier 3 and reconstructing the cornices on all three bulkhead buildings; and

WHEREAS, Port staff has prepared the contract plans and specifications for the repair work to be performed by an outside contractor; and

WHEREAS, the earthquake repair costs are covered by FEMA/OES Damage Survey Reports and these costs will be fully reimbursed; and

WHEREAS, Additional non-earthquake repair work is anticipated such as dry rot for which Port funding will be required; now therefore be it

RESOLVED, that the Port Commission authorizes staff to advertise for bids for Contract No. 2608, Piers 3, 29 & 31 Cornice Repair.

I hereby certify that this resolution was adopted by the San Francisco Port Commission at its meeting of May 23, 1995.

____

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
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MEMORANDUM

May 15, 1995

TO: MEMBERS, PORT COMMISSION
Honorable Preston Cook, President
Honorable Frankie G. Lee, Vice President
Honorable Anne Halsted
Honorable Francis J. O'Neill
Honorable Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Contract 2602 - Drydock & Overhaul of the Fireboat "Guardian"

DIRECTOR'S RECOMMENDATION: STAFF RECOMMENDS THAT THE COMMISSION AUTHORIZE PORT STAFF TO ADVERTISE FOR BIDS IN ACCORDANCE WITH THE ATTACHED RESOLUTION.

The last drydock and overhaul of the fireboat "GUARDIAN" was completed on June 9, 1993 for a total cost of $116,415. The Port paid $80,000 of this and the Fire Department paid the balance. The next biennial drydock and overhaul of the Fireboat "GUARDIAN" should be done as soon as possible in fiscal year 1995-96. In order to meet that schedule, Port staff requests approval to advertise for bids. The amount of the work is limited to $80,000 from the Port's budget for the fireboats, plus $130,000 or more from San Francisco Fire Department funds. Additionally, the Fire Department has requested that we include additional alternative optional bid items that could add another $281,000 of work (by DPW's estimate). These optional additional alternative items would be included in the award if those funds become available in time through the Fire Department's pending request for a supplemental appropriation through the Board of Supervisors.

Prepared by: Emilio R. Cruz
Director, Facilities & Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9-F

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-37

WHEREAS,	the Fireboat "GUARDIAN" requires periodic maintenance to safely carry out its missions; and
WHEREAS,	the Port's financial budget for this year includes $80,000 for the purpose of maintenance drydocking and overhaul of one fireboat; and
WHEREAS,	the Fire Department has transferred another $130,000 to the Port for this purpose; and
WHEREAS,	the Fire Department is seeking additional funds to cover optional additional alternative bid items; now therefore be it
RESOLVED,	that the Port Commission authorizes the staff to advertise for bids for Contract 2602, the 1995 Drydock and Overhaul of the Fireboat "GUARDIAN," including certain additional alternative bid items to be authorized at the time of award.

I hereby certify that this resolution was adopted by the San Francisco Port Commission at its meeting of May 23, 1995.

Secretary

SAN FRANCISCO PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

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SF
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#3
5/23/95

MINUTES OF THE MEETING
MAY 23, 1995

1. **ROLL CALL**

The meeting was called to order by Commissioner Preston Cook at 4:11 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Francis O'Neill and Michael Hardeman. Commissioner Anne Halsted was not present.

2. **APPROVAL OF MINUTES** - April 25, 1995 Meeting

Commissioner O'Neill asked for clarification of Item 3B regarding Commissioner Hardeman's desire that this matter be referred to executive session. Legal Counsel Julie Van Nostern replied that a law passed in April of 1994 which restricts all commissions and boards from discussing matters of compensation in executive session. Thus, Legal Counsel advised that this matter is no longer permitted for executive session.

ACTION: Commissioner Lee moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the minutes were adopted.

3. **EXECUTIVE**

A. Executive Director's Report

Mr. Bouey reported the following:

1) Whaleboat Race: Last Wednesday, May 17, the Port successfully hosted the Great Whaleboat Race. Most noteworthy was it is the first time that the Port team placed - the team came in third. He commended Peter Dailey for all his efforts in making this event successful.

2) Black & White Ball: The Black & White Ball will take place on Friday, June 16. For the first time in 17 years, ferry boats will operate late to accommodate attendees of the ball.

3) Christopher Marley: Mr. Marley, who was our Senior Systems & Procedures Analyst since 1988 passed away May 19 at the age of 34. Mr. Marley was conscientious, creative and very responsive to the needs of those he served; and was a great asset to the Port. He had a lot of extra curricular activities including hiking and skiing and was working toward a pilot license. Mr. Bouey asked the Commission to adjourn today's meeting in Mr. Marley's memory.

Commissioner O'Neill congratulated the Port team for placing third amongst some stiff competition. He also mentioned about the KFOG Fireworks Display and thanked Senior Management Staff for hosting and providing the refreshments. Mr. Bouey added that about 150 employees and their families attended. As well, about 100 boats were anchored out in the bay enjoying the event.

B. Approval of 1995/96 Executive Director's Compensation (Resolution No. 95-29)

He stated that it has been the history of the Port to pay the average of eight West Coast ports surveyed. The survey indicated that the salary that should be awarded would be $144,319, for an increase of about 12.5%. The salary of the executive director has been increased once in the past four years. As indicated to the Commission at an earlier meeting, Mr. Bouey was prepared to receive the same compensation that is to be awarded to MEA.

Mr. Bouey asked to amend the resolution as follows:

1% increase effective 7/1/95
1% additional increase effective 1/1/96
1.5% retirement pickup effective 7/1/95
1.5% additional retirement pickup effective 1/1/96

He believes that these are the same dollars and the same allocation of compensation increase that other executives that belong to MEA will receive.

Commissioner Hardeman asked for an explanation regarding the buy down and any implications that may arise. Mr. Bouey responded that right now City & County employees have an option to choose full retirement (which employees contribute 7 ½ percent of their pay) or a reduced retirement (which employees contribute 1 ½ percent of their pay). The City matches the employee's contribution. In the proposal the employee will only contribute 6 percent and the City will contribute 1.5%. On January 1, the City would then contribute another 1 ½ percent of the employee's portion.

Commissioner O'Neill inquired about the $900. Mr. Bouey replied that it is $900 which is paid $75 per month and is on-going. Commissioner O'Neill inquired about the 1% of the 94/95 salary as a lump sum salary for the wage freeze lawsuit and will it eliminate the Port from any lawsuit. Mr. Bouey replied that it is a one-time payment and that the City & County was sued, not the Port. Commissioner O'Neill inquired about the administrative leave. Mr. Bouey stated that virtually all managers can be compensated for overtime with comp time. He stated that he has not requested even one hour of comp time in his 14 year tenure with the City. As well, the City only allows a certain amount of vacation to be accumulated and he has maxed out for some time and returned vacation days back to the City.

Commissioner Hardeman supports the resolution with the understanding that the whole package is the same as MEA. Commissioner Lee stated that in his opinion this is fair compensation for the executive director.

Commissioner Cook believes that this conforms with the MEA. Commissioner O'Neill inquired whether this will exceed the Mayor's salary. Mr. Bouey stated that the short answer is no, even if the Mayor doesn't get a raise. Commissioner Hardeman commented that the compensation for the executive director is adequate right now.

Commissioner Cook stated that he does not have any problems with the resolution except that it's unfortunate that we are tied into the City as he believes Dennis deserves a lot more. He looks at success as the number of deals you complete. He reiterated we have a great track record. In 1993, we did 72 leases. Last year, the Port did 177; to date, we have done about 60. At the rate we are going we may be at 200 real estate deals by the end of this year. He gave Mr. Bouey Dennis credit for doing this and also attributed it to the staff he has hired namely: Emilio Cruz, Fred White, Carolyn MacMillan, Ben Kutnick and Dan Tan, the MIS Manager. He thinks that we are on the right track to a profitable situation. He is pleased and proud of his performance.

ACTION: Commissioner Lee moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution as amended was adopted.

C. Approval to apply for, accept and expend $650,000 funds from the California Conservancy for the repair and restoration of Pier 43 for public access and open space (Resolution No. 95-22)

Mr. Bouey stated that when Pier 39 moved to build the Aquarium adjacent to Pier 39, as a condition of the BCDC permit, BCDC required Pier 39 to improve Pier 43 as open space. Subsequent to signing that permit and prior to commencing work, Pier 39 has found that there has been significant deterioration to the pilings which will significantly increase the project cost. Pier 39 felt that the substructure should be the responsibility of the Port. It has been the Port's position that as a condition of their obtaining the permit, they are required to do whatever is necessary to provide that open space and that the BCDC permit only requires the Port to be responsible for the maintenance of the project. To try to solve this dilemma, the Port has agreed to apply to the Coastal Conservancy for a grant of $650,000 so that substructure of Pier 43 can be rehabilitated. The only caveat that needs to be worked out with either the Coastal Conservancy or Pier 39 is that the grant should represent our total commitment to this project and the Port should not be obligated to put in another cent. Staff has made it very clear to Pier 39 and intend to make it very clear to the Coastal Conservancy that this is our position. To be awarded the grant, the Port needs to get this item to the Board of Supervisors now so we can make our application by the end of the month. There is some urgency to get this through but there are a couple of issues that need to be worked out; and if they can't be worked out, the Port may not go forward with the application. However, at this point, it's the Port's intention to proceed as long as we are assured by one party or the other that this represents the Port's maximum contribution.

Commissioner Cook asked to amend the resolution that the Port's responsibility shall be limited to the grant and that the balance should be paid for by Pier 39. Mr. Bouey stated that we may not want to limit the difference to Pier 39 as additional monies may come somewhere else as long as we limit our contribution to $650,000. Commissioner Cook asked to amend the resolution to limit the amount of money the Port contributes to this project to the amount received from the Coastal Conservancy.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution, as amended, was adopted.

4. **LEGISLATIVE**

A. Approval to apply for, accept and expend funds from the Federal Transit Administration's (FTA) Section 3 Intermodal Facilities Program for the Ferry Building

Renovation Project. (Resolution No. 95-40)

Mr. Bouey stated that this is a grant application for final engineering for the Ferry Building and/or construction of public areas in and around the Ferry Building. The FTA money the Port is applying for has to go through a Transit Agency therefore an MOU with the San Francisco Transportation Authority is required. The additional $5 million, if the Port were to receive it, will be allocated to the construction of public areas.

Commissioner O'Neill inquired whether there is any danger that the money will stay in MUNI and not at the Port. Mr. Bouey stated that it is not a concern as the money is earmarked for the Port; in fact, MUNI is very gracious to act on our regard.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

5. TENANT & MARITIME SERVICES

A. Approval of Amendment of Management Agreement with Stevedoring Services of America (SSA) at Pier 94/96 (Resolution No. 95-42)

Mr. Bouey stated that some time ago, the Port lost critical mass. With Evergreen leaving this year, we now get to a point where Stevedoring Services of America would lose money. He pointed out that the Port of San Francisco is not going out of cargo business; rather the Port is refocusing its market. Staff feels that a niche market can be developed by going after lines that are not dependent upon rail, after project cargo, after breakbulk, etc. To ensure that the Port stay open and reaffirm its commitment to cargo, Mr. Bouey proposes that the Port subsidize SSA for next year. The Port's maximum exposure under this contract is $587,000. To the extent that we bring in new business over the year, this number will be reduced and could be brought down to zero. Realistically, he believes that we will be able to attract sufficient new business in the next year to reduce this number to the low six figures. The alternative is SSA will leave if the Port does not subsidize it. Staff has talked to other stevedoring companies and they are not interested in operating in San Francisco simply because there is no sufficient business in San Francisco.

Commissioner O'Neill stated that this is a substantial commitment to a private company. He hopes that the Port will pay a lot less or no subsidy. He hopes that we keep an open mind in dealing directly with the union and keeping the pier open.

Commissioner Cook commented about his trip to Osaka and mentioned about the dedication of the $7.8 million building for sister ports. The gist of the conference is that the worldwide trend is big ports are growing; small ports are diminishing. Ships are getting bigger which means infrastructure costs are getting bigger. All ports are going through the same problem throughout the world. The number of shipping lines is decreasing. The trends, unfortunately, are against us but hope that in the next year we maintain and/or increase shipping in San Francisco.

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

A. Approval of a Temporary Mural Program (Resolution No. 95-41)

Mr. Bouey stated that the Arts Commission has a temporary mural program which is situated and located along the roadway project. The life of these mural projects is somewhere between a year and a half and two years. To expedite the approval of these new designs, Mr. Bouey asked the Commission to grant to the Executive Director the authority to review the design.

Commissioner O'Neill asked for a copy of the artwork for his review. Commissioner Cook also asked to review the art work to make sure that it is in good taste and conforms to what is considered as an art.

Mr. Emilio Cruz, Director of Facilities and Operations, stated that there are five proposed locations for the mural on Port property: (1) Mission street; as part of the detour, off of Embarcadero onto Steuart Street (2) Howard between Embarcadero and Steuart (3 & 4) two locations on Steuart Street between Howard and Folsom (5) Folsom Street. He showed the Commission the renderings of the four artists. The murals will be on walls which are in the neighborhood of six to eight feet tall and vary in length depending on the wall. All of the artists were asked to present their work with the motif of transportation or with relationship to the bay. The murals will be temporary as part of the MUNI turnback project and after completion, they will be removed. The project artists were selected by the Arts Commission and they are being paid through the S.F. Public Transportation Commission.

In response to Commissioner Cook's question, Tonia MacNeil, Arts Commission representative, stated that the Arts Commission held a competition two years ago with several experts in the mural field. The project was advertised among the mural community in San Francisco. The criteria was the artist had to be a San Francisco resident or working with a San Francisco organization. The concept of the project is to express the diversity of the San Francisco community. All the artists are working artists. The artists are working through the Mural Resource Center which funds a number of other City mural projects. The artists are paid so that they are insured for liability and workers compensation. Mr. Cruz also had copies of the proposed murals which were reviewed by all of the Commissioners who expressed no objection.

Commissioner O'Neill inquired whether the Port is held harmless while the artists are doing their artwork. Ms. MacNeil replied that the Port and all agents and entities of the City are held harmless from any responsibility for liability or any other claim. Mr. Cruz stated that he had approached that question with the project manager of the turnback project and was assured that we are covered as part of their insurance. They have a $100 million per occurrence insurance policy as well as an additional $100 million one-time occurrence policy. Legal Counsel Van Nostern reiterated that the Port has required insurance; separate and apart from that is an indemnification clause. Having not read the contract, Ms. Van Nostern stated she has been told that they have insurance and has been told that there is an indemnification agreement in the contract. She's not aware of a separate indemnification agreement going inter-departmental related to the Arts Commission. Commissioner O'Neill requested a copy of the contract. Ms. MacNeil will provide the Commissioner a copy.

Commissioner Cook was concerned that the artwork has begun and only now that it is being brought to the Commission for approval. Mr. Bouey stated that two murals were put up prematurely by the Arts Commission. They now understand that murals should not be installed until Commission's approval is sought. Ms. MacNeil assured the Commission that this will not happen again. Commissioner Cook stated that as a matter of protocol, the Arts Commission would be aware of the Port's Commission concern of art, where it is and what it looks like and also requested the City Attorney to review the agreement prior to staff's approval.

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Authorizing the Port of San Francisco to hold the U.S. Department of Commerce, Economic Development Administration, and the State of California Trade and Commerce Agency harmless for claims arising out of improvements to the cranes at the Pier 70 shipyard. (Resolution No. 95-43)

Mr. Bouey stated that the Commission previously acted on this grant. The Port of San Francisco was fortunate to receive the San Francisco's first defense conversion grant and the Commission approved it. Unfortunately, it wasn't until after the fact that the Port was required to include an indemnification clause. Thus, it must go to the Board of Supervisors for approval.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. PLANNING & DEVELOPMENT

A. Approval of locations for J.C. Decaux public toilets and information kiosks within Port jurisdiction. (Resolution No. 95-38)

Mr. Bouey stated that our agreement with J.C. Decaux Company calls for four toilets and eight kiosks to be located on Port property. Port staff has met with Port tenants and J.C. Decaux for locations. With regard to the toilets, it is Mr. Bouey's understanding that there is agreement. With regard to the kiosks, J.C. Decaux and the Port are in agreement on six of the eight locations. It is our hope that we can sit down with J.C. Decaux and work out the locations of Pier 7 and Pier 35 which they do not agree with; if not, the accompanying resolution extends to the Executive Director the authority to designate the last two locations so we can move forward.

Joe Wyman, Port Planner, enumerated the following locations for the public toilets and kiosks:

Public Toilets:

1. Southern end of the Pedestrian Promenade, near the Fire Station, Embarcadero and Folsom.

2. Near Pier 7. Proposed location could either be to the east of the east of the new promenade on the marginal wharf area of the entrance to Pier 7 or north of the Waterfront Restaurant, east of the new promenade.

3. Powell, Jefferson and the Embarcadero, Fisherman's Wharf Triangle Parking Lot
& Proposed locations are on the western end of a new pedestrian plaza now being
4. designed with the F-line improvements.

Public Service Kiosks:

1. Market Street crosswalk, east side of Central Island along the Embarcadero, Ferry Building.
2. Pier 7
3. Pier 35, Western end of Bulkhead Building.
4. Powell and the Embarcadero, Pier 39 Garage
5. Mason and Jefferson
6. Pier 41
7. Taylor/Jefferson, Octagon Building
8. Jefferson and Hyde

Commissioner Hardeman asked for an explanation on the kiosks that stick out into the curb. Mr. Wyman stated that there are two kiosks proposed to be located onto a new sidewalk bulb which extends the sidewalk out to accommodate the diameter of the kiosks and allow better pedestrian circulation. It will be a raised curb so it won't be physically out on the street.

Commissioner O'Neill congratulated Mr. Wyman for keeping the sidewalk open. On the Fisherman's Wharf Triangle Parking Lot, Commission O'Neill inquired whether parking lots will be affected. Mr. Wyman replied the kiosks will be placed in areas that are on the exterior of the parking lots and will not affect a total parking supply and will keep pedestrian circulation.

Commissioner O'Neill's inquired about the effect of the kiosk that is to be located in front of the Ferry Building to our tenant and the individuals selling the newspapers in front of the Ferry Building. Mr. Bouey commented that the Ferry Building Office Services is not open early in the morning, especially during peak commute hours. Mr. Jean-Francois Nion stated that the same two individuals who sell newspapers in front of the Ferry Building will be using the new kiosk. Commissioner O'Neill asked if the newsstand racks will be removed. Mr. Bouey stated that there are some legal issues involved.

Mr. Jean-Francois Nion asked the Commission's approval to come back at the next meeting with other locations agreeable to both parties. Commissioner Cook stated he'd like staff and J.C. Decaux company to work out the final locations instead of coming back to the Commission. Mr. Bouey stated that the resolution approves the agreed-upon locations and extends to the Executive Director the authority on behalf of the Commission to negotiate new locations for the information kiosks that would otherwise be placed on Pier 7 and Pier 35.

Commissioner Cook stated that he is satisfied with the locations as expressed in the resolution with the final negotiations to be done with appropriate staff. Mr. Nion stated that they plan to install the first units very soon and the remaining toilets and kiosks will be installed late summer, early fall. Commissioner O'Neill requested that in prioritizing placement of installation of toilets and kiosks to consider the Port's huge tourist traffic during the summer. Mr. Nion stated that the prioritization would be up to the City.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval to expend promotional funds for Port of San Francisco's Whaleboat. (Resolution No. 95-39)

B. Approval of month-to-month lease with Polar Ice Company at Pier 45. (Resolution No. 95-35)

C. Approval of Assignment of Fisherman's Wharf Seafoods, Inc. lease at Pier 47. (Resolution No. 95-33)

D. Approval of Sublease for a portion of the Fish Alley Bar and Grill premises at 400 Jefferson Street. (Resolution No. 95-34)

E. Authorization to advertise for bids on construction Contract No. 2608, "Pier 3, 29 and 31, Earthquake Damage Cornice Repair." (Resolution No. 95-36)

F. Authorization to advertise for bids on Contract No. 2602, the "Fireboat Guardian, 1995 Drydocking." (Resolution No. 95-37)

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolutions on the consent calendar were adopted.

10. NEW BUSINESS

11. EXECUTIVE SESSION

At 5:30 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE REGARDING LITIGATION MATTERS

CCSF v. 88 San Francisco Heritage
Chapter 11 Case No. 95-3-1074 TC
Superior Court No. 968318 & 968319

C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, O'Neill and Hardeman returned from executive session and convened in an open session at 6:15 p.m.

ACTION: Commissioner Lee moved approval to not disclose any information discussed in the executive session. Commissioner O'Neill seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 6:17 p.m.

SAN FRANCISCO PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, JUNE 13, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

AGENDA

DOCUMENTS DEPT.
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PUBLIC LIBRARY

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - May 23, 1995 Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

   A. Approval to apply, accept and expend $3 million of Federal funds from the Federal Highway Administration's Ferry Boat Discretionary Program for construction of a breakwater for the South Basin Ferry Landing in the Downtown Ferry Terminal and related dredging. (Resolution No. 95-45)

   B. Approval to apply, accept and expend 3% Excess Bridge Toll Revenue, administered by the Metropolitan Transportation Commission (MTC), in the amount of $100,000 for informational signs on the J.C. Decaux Kiosks and Toilets to promote ferry and excursion ridership. (Resolution No. 95-46)

5. **TENANT & MARITIME SERVICES**

   A. Approval of Marine Terminal Agreement with Mercedes Benz of North America, Inc. for non-exclusive use of the South Container Terminal. (Resolution No. 95-47)

   B. Approval of Lease with Beth Aharon Day School at Pier 48 and Approval of Termination of Lease with Beth Aharon Day School at Pier 70. (Resolution No. 95-48)

   C. Approval of Agreement to Lease with the San Francisco Redevelopment Agency for development of a public park on the following properties: (Resolution No. 95-49)

      (1) Rincon Point Park for a term of 65 years and
      (2) Seawall Lot 347S for a term of 50 years

   D. Approval of Memorandum of Understanding between the Port of San Francisco and the Chief Administrative Officer for Property located on Lots 7, 8, 8A, 9 and 10 of Assessors Block 3472. (Resolution No. 95-50)

6. **FACILITIES & OPERATIONS**

7. PLANNING & DEVELOPMENT

A. Resolution to the San Francisco Public Transportation Commission requesting that continuous street-car service be provided on the surface of the Embarcadero, by constructing tracks between the F-Line, which runs from the Ferry Building northward, to the MMX Line, which runs on the surface from Folsom Street southward. (Resolution No. 95-44)

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval of Assignment of 50% Interest in Lease No. L-11915 from Hum Baby Associates to Transamerica Properties, Inc. at Bryant Street and The Embarcadero (Resolution No. 95-51)

B. Approval of Landlord's Subordination and Consent Agreement for Conifer Crent Company at Pier 31. (Resolution No. 95-52)

C. Authorization to advertise for bid for construction Contract No. 2611, "Ferry Plaza and Pier 27/29 Earthquake Damage Repair Project." (Resolution No. 95-53)

D. Approval of Travel for one Port representative to attend the Breakbulk Transpo '95 in New Orleans, Louisiana. (Resolution No. 95-55)

10. NEW BUSINESS

11. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property:
(1) Alioto's #8 - 8 Fisherman's Wharf
(2) Alioto Fish Company - 160 Jefferson Street
(3) Castagnola's Restaurant - 286 Jefferson Street
(4) Cory Gallery - 360 Jefferson Street
(5) Cresci Brothers - 2 Fisherman's Wharf
(6) Exposition Fish Grotto - 160 Jefferson Street
(7) Fisherman's Grotto - 9 Fisherman's Wharf
(8) Franciscan Restaurant - Pier 43 ½
(9) Guardino's - 2801 Taylor Street
(10) Nick's Lighthouse - Fisherman's Wharf/Taylor Street
(11) Sabella & LaTorre - 2809 Taylor Street
(12) Tarantino's - 260 Jefferson Street
(13) Fish Alley Bar & Grill - 400 Jefferson Street
(14) Fog City Diner - SWL 319/320
(15) Franceschi's Restaurant - 498 Jefferson Street
(16) Pompeii's - 340 Jefferson Street
(17) Sinbad's - Pier 2

Person Negotiating:

Port Representative - Dennis Bouey
Fish Alley Bar & Grill - Sanford Cohen
Fog City Diner - William Higgins
Franceschi's Restaurant - Mario Alioto
Pompeii's - Nancy Conyers
Sinbad's - Thomas Stinson
All Others (Ref. Nos. 1 thru 12) - James Reuben

An executive session has been calendared to discuss renegotiations of lease terms of the above-listed Port properties. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. CONFERENCE REGARDING LITIGATION MATTERS

(1) CCSF v. 88 San Francisco Heritage
Chapter 11 Case No. 95-3-1074 TC
Superior Court No. 968-318 & 968-319

(2) CCSF v. Pier 32 Market, Inc., a California Corporation
Superior Court No. 969-872

D. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

E. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

June 4, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval to apply for accept and expend $3 million of Federal funds from the Federal Highway Administration's Ferry Boat Discretionary Program for construction of a breakwater for the South Basin Ferry Landing in the Downtown Ferry Terminal and related dredging.

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO APPLY FOR, ACCEPT AND EXPEND $3 MILLION OF FEDERAL FUNDS FROM THE FEDERAL HIGHWAY ADMINISTRATION'S FERRY BOAT DISCRETIONARY PROGRAM

The Port completed a conceptual design study for the Downtown San Francisco Ferry Terminal Project funded by the Federal Highway Administration and State of California. The findings of the design study were presented and reviewed by the Port Commission in July 1994. The conceptual design study recommends the establishment of two ferry basins adjacent to the Ferry Building to avoid delays vessels entering their berths.

Presently, the two ferry basins are located behind and immediately North of the Ferry Building at Pier ½. This configuration requires vessels from Oakland/Alameda to cross with vessels from Marin County to enter their berths. This crossover pattern results in operations delays and creates safety issues. The existing configuration also limits the ability of the Port to accommodate the growth in the region's ferry transit system. New routes are in the planning stages for San Francisco International Airport , Candlestick Park, Hunters Point, the Presidio and Treasure Island.

THIS PRINT COVERS CALENDAR ITEM NO. 4A

As proposed, the North Basin will serve ferries to Marin County and North Bay locations, including Solano County will introduce two new high speed vessels in early 1997. The North Terminal float, presently located at Pier ½, will be moved closer to the north side of the Ferry Building.

The South Basin, located in the area adjacent to Sinbad's Restaurant, will serve ferries bound for existing destinations in the East and South Bay. A breakwater needs to be constructed for protection of vessels from wave action from southwest storms (drawing attached). Without the breakwater, the landing facilities in the South Basin will be unreliable, and during stormy weather ferries would need to be diverted to the Northern Ferry Landing. These diversions of vessels would cause service delays and undermine the confidence of passengers using ferries as a reliable commute option. The breakwater is also important to accommodate the future growth in ferry service because it provides ample space to accommodate the installation of two new berths for new ferry routes, including hovercraft service to San Francisco International Airport. Otherwise new ferry vessels would also need to be diverted to the Northern barge, further increasing the frequency of congestion and delays in entering the berth.

Besides the navigational benefits, the breakwater will also enhance public access. As currently proposed, the pier will be designed for pedestrian walking, extending 1,000 linear feet into San Francisco Bay and be fifteen feet wide. From its location near the foot of Howard Street, it will provide spectacular views of the Bay Bridge and Treasure Island. The proposed project also involves the dredging of small quantities of 14,000 cubic yards of material in the South Basin and at the North landing.

The estimated project cost for the breakwater and dredging is $6.6 million and staff is pursuing several funding options through a combination of Federal, local and regional grants for construction of the project. The design and environmental studies are expected to be completed by this Fall, allowing construction to commence in early 1996 if funding is secured.

In 1992 and 1993, the Port received $600,000 of Ferry Boat Discretionary Program Funds (ISTEA/Section 1064) for the Downtown Terminal Project which is being used to cover the breakwater's design costs. The Port's application for funding for the breakwater has been approved as the region's first priority for funding from this grant program. The application is pending review by the State of California for referral to FHWA which will make a final award in October. Staff proposes to use grants from Proposition 116 grants awarded in 1992 and 1993 from the State of California as matching funds for the breakwater and to complete the rest of the Downtown Terminal Project.

Prepared by: Veronica Sanchez
Manager, Governmental Affairs

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-45

WHEREAS, preliminary design studies for the San Francisco Downtown Ferry Terminal project recommend the establishment of two ferry basins at both sides of the Ferry Building to improve access for ferries to the Port's landing facilities and to accommodate the future growth in ferry routes; and

WHEREAS, the construction of a breakwater is needed in the South Basin to avoid the diversion of vessels during stormy weather conditions to the Northern Barge which will cause operational delays and limit the Port's ability to efficiently accommodate new ferry routes; and

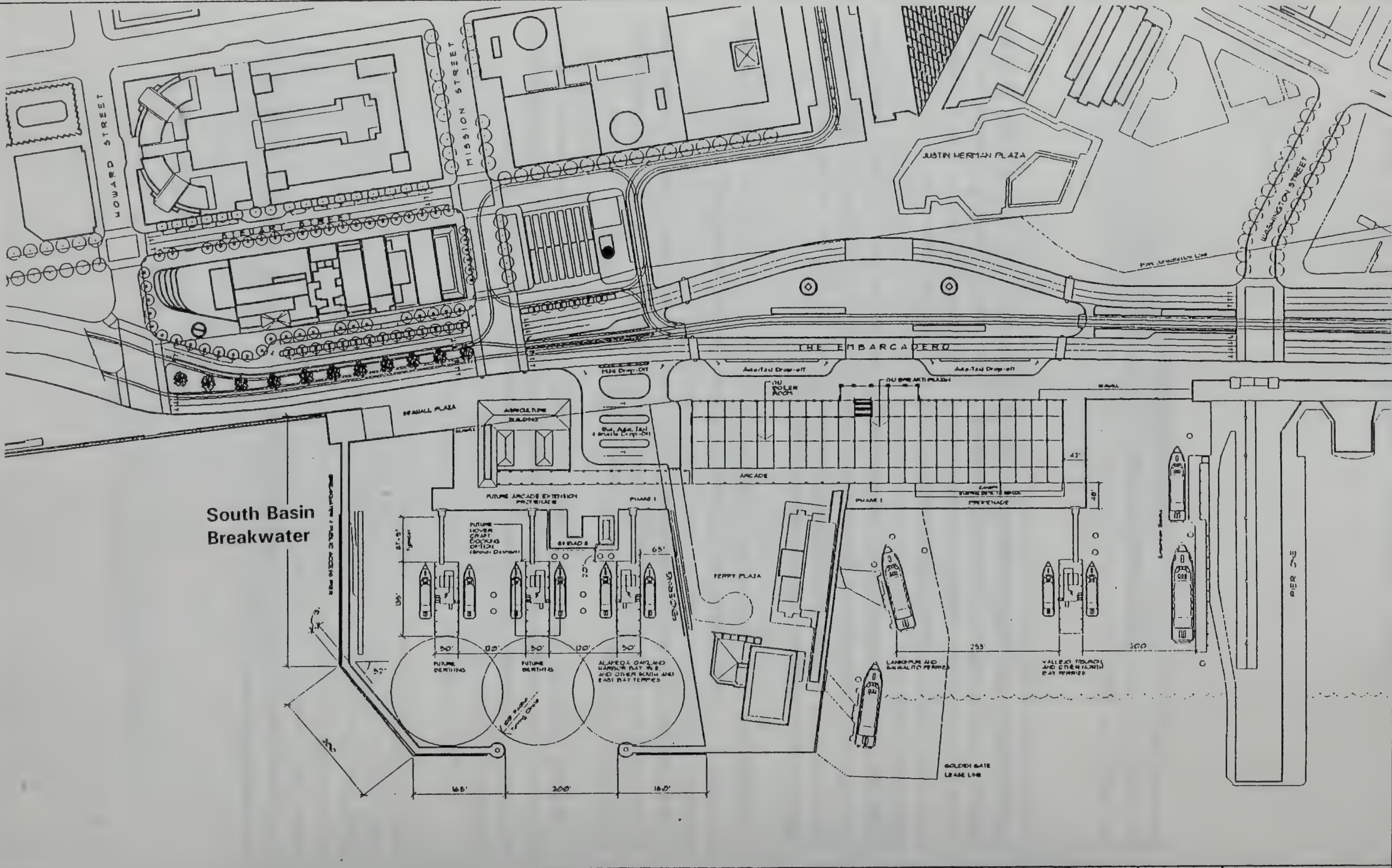
WHEREAS, a minimal level of dredging work will also be needed at the South Basin and adjacent to Pier 1 to accommodate excursion vessels; and

WHEREAS, funding for construction of the breakwater and related dredging is available from the Federal Highway Administration's Ferry Boat Discretionary Program (ISTEA/Section 1064); now therefore be it

RESOLVED, the Executive Director is authorized to apply for, accept and expend $3 million in Ferry Boat Discretionary Program funds for construction of the South Ferry Basin Breakwater and related dredging work.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995

vs/l/comma/grants/bkw1064


HOWARD STREET
MISSION STREET
STEUART STREET
WASHINGTON STREET
JUSTIN HERMAN PLAZA
THE EMBARCADERO
Auto/Taxi Drop-off
Auto/Taxi Drop-off
Muni Drop-Off
Bus, Auto, Taxi & Shuttle Drop-Off
(N) BOILER ROOM
(N) BREAKTHROUGH
AGRICULTURE BUILDING
ARCADE
PHASE 1
PROMENADE
FUTURE ARCADE EXTENSION PROMENADE
FUTURE HOVER CRAFT DOCKING OPTION
FERRY PLAZA
FUTURE BERTHING
FUTURE BERTHING
ALAMEDA, OAKLAND HARBOR BAY, W.E. AND OTHER SOUTH AND EAST BAY FERRIES
LARKSPUR AND SAUSALITO FERRIES
VALLEJO, TIBURON AND OTHER NORTH BAY FERRIES
GOLDEN GATE LEASE LINE
PIER ONE
South Basin
Breakwater
BREAKWATER / PUBLIC ACCESS PIER
87'-9"
135'
50'
120'
50'
120'
50'
65'
165'
200'
160'
42'
48'
293'
200

DOWNTOWN FERRY TERMINAL
PORT OF SAN FRANCISCO

ROMA
ARCHITECTURE, LANDSCAPE ARCHITECTURE
URBAN DESIGN, AND PLANNING

CONSULTANTS

CONSULTANTS

APPROVED BY
SAN FRANCISCO
PORT COMMISSION

DATE

CHIEF ENGINEER

REVISIONS NO.	DATE	DESCRIPTION	ISSUED FOR DATE	DESCRIPTION

DATE MAY 13, 1996
DRAWN BY PH
CHECKED BY
PRINCIPAL IN CHARGE
JOB NO 1019.00

NORTH

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

SHEET TITLE
MID-EMBARCADERO ROADWAY
STUDY ALTERNATE 1

SCALE 1" = 60'

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 13, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Approval to Apply, Accept and Expend 3% Excess Bridge Toll Revenue, Administered by the Metropolitan Transportation Commission in the Amount of $100,000, for Informational Signs on the J.C. Decaux Kiosks and Toilets to Promote Ferry and Excursion Ridership.

DIRECTOR'S RECOMMENDATION: APPROVE APPLICATION FOR GRANT FUNDS.

Regional Measure 1 (1988) created new bridge toll revenues for allocation by the Metropolitan Transportation Commission. Among these new revenues are the Three Percent Reserve funds which refer to three percent of the revenues from the 1989 toll increase in the northern and southern bridge groups (northern bridge group: San Rafael, Carquinez, Benicia-Martinez and Antioch; southern bridge group: SF-Oakland, San Mateo, and Dumbarton).

These funds are available for planning, operating, and capital projects which are designed to reduce vehicular traffic on bridges in either group. The Port of San Francisco has received two grants from the fund in the last 5 years: a grant for $85,000 for the temporary tent structure on Pier 1/2; and a grant for $25,000 for public information ferry signs in Fisherman's Wharf.

The Port is currently seeking grant funds for a non-commercial advertising campaign to encourage ridership on all forms of water transit on San Francisco Bay. The grant application is for $100,000 ($50,000 in FY 95 and FY 96). The grant resources will cover the cost of designing and producing non-commercial advertisement material to be installed in the J.C. Decuax kioks and toilets on Port of San Francisco property. The grant resources will allow for three different posters to be produced in any one fiscal year.

Applications for the grant funds were due June 2, 1995. An application has been submitted, contingent on Port Commission approval. MTC will screen and evaluate all project applications according to a set of established criteria (i.e. reduction of traffic congestion, cost effectiveness, environmental impact of project, addressing regional goals and policies). MTC will make allocation recommendations to the MTC Commission for the funds in July.

Prepared by: Veronica Sanchez,
Manager, Legislative Affairs

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-46

WHEREAS, the Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code 66500 et seq.; and

WHEREAS, with the toll increase authorized by the Regional Measure 1, approved by the voters on November 8, 1989, 3% of the revenue from the toll increase collected on all state-owned bridges in the region may be allocated by MTC pursuant to Government Code 30913 and 30914, for certain projects which are designed to reduce vehicular traffic congestion on these bridges; and

WHEREAS, The Port of San Francisco, in an effort to encourage more ridership on all forms of water transit, desires or promote the visibility of the water transit industry, many of which are Port tenants; now therefore be it

RESOLVED, the Port Commission hereby authorizes the Executive Director to apply, accept and expend $100,000 from the 3% Excess Bridge Toll Revenue, Administered by the Metropolitan Transportation Commission, for informational signs on the J.C. Decaux kiosks and toilets to promote ferry and excursion ridership.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

____

Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 13, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Francis J. O'Neill
Hon. Anne W. Halsted
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Marine Terminal Agreement with Mercedes Benz of North America, Inc. to use the South Container Terminal.

DIRECTOR'S RECOMMENDATION: RESOLUTION TO APPROVE THE MARINE TERMINAL AGREEMENT WITH MERCEDES BENZ OF NORTH AMERICA, INC. TO ALLOW MERCEDES TO USE THE SOUTH CONTAINER TERMINAL.

The Port has concluded a non-exclusive Marine Terminal Agreement with Mercedes Benz of North America, Inc. The agreement is for three (3) years and allows for the berthing of Mercedes' designated vessels for the discharging of Mercedes Benz cargoes at the Port's South Container Terminal. The agreement ensures a minimum volume of 3,000 autos per year. Estimated annual revenues are $120,000 for dockage and wharfage.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. 5A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-47

WHEREAS, City owns certain property located in the City and County of San Francisco pursuant to an act of the legislature of the State of California commonly known as the "Burton Act" (statutes 1968, Chapter 1333); and

WHEREAS, Pursuant to the Burton Act and the City's Charter, Port exercises jurisdiction and control over said property; and

WHEREAS, Mercedes wishes to use a portion of said property which has been improved with a marine terminal for the purpose of moving waterborne cargo through the Port; and

WHEREAS, Port desires to have Mercedes use the property for said uses, with said uses being consistent with the public trusts upon which the property is held; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby approves the Marine Terminal Agreement with Mercedes and authorizes the Executive Director (i) to enter into such an agreement, and (ii) file the agreement with the Federal Maritime Commission.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13 , 1995.

Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 7, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of a Lease with Beth Aharon Day School at Pier 48 and Termination of Lease with Beth Aharon Day School at Pier 70.

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH BETH AHARON DAY SCHOOL AT PIER 48, AND APPROVE TERMINATION OF ITS LEASE AT PIER 70.

Beth Aharon Day School, a California nonprofit corporation, desires to lease substitute premises in shed space at Pier 48 for storage and auction of automobiles which are donated to the school. The Port and Tenant have negotiated a lease (L-12141) incorporating the Port's standard language with terms as follows:

1. Premises: 105,658 square feet of shed space in Sheds A and B at Pier 48.
2. Term: One (1) year commencing July 1, 1995, with a right by either party to terminate upon six months' notice
3. Rent: $14,293.25 per month
4. Monthly Rental Rate: $.135 per square foot per month

This lease will replace two leases which Tenant now has with the Port: (1) a month-to-month lease for 2.23 acres of land at Seawall Lot 337 at $12,000 per month; and (2) a term lease (No. L-12009) which expires December 14, 1995 for a building used for car repairs at Pier 70 at $3,124.75 per month.

THIS PRINT COVERS CALENDAR ITEM NO. 5B

The City Planning Department is requiring Tenant to place non-operable vehicles under cover. Pier 48 has been difficult to lease and has been vacant for over three years. By allowing Beth Aharon Day School to occupy Pier 48, the Port will realize substantial monthly income while making available valuable land formerly occupied by Tenant for lease to new users.

Commission approval is required since the rental rate of $.135 per square foot for the shed space is below the standard leasing parameter of $.30 per square foot for open shed space located south of the Ferry Building.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

G:\agendas\badsp48.mem\JS\cp\June 2, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-48

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

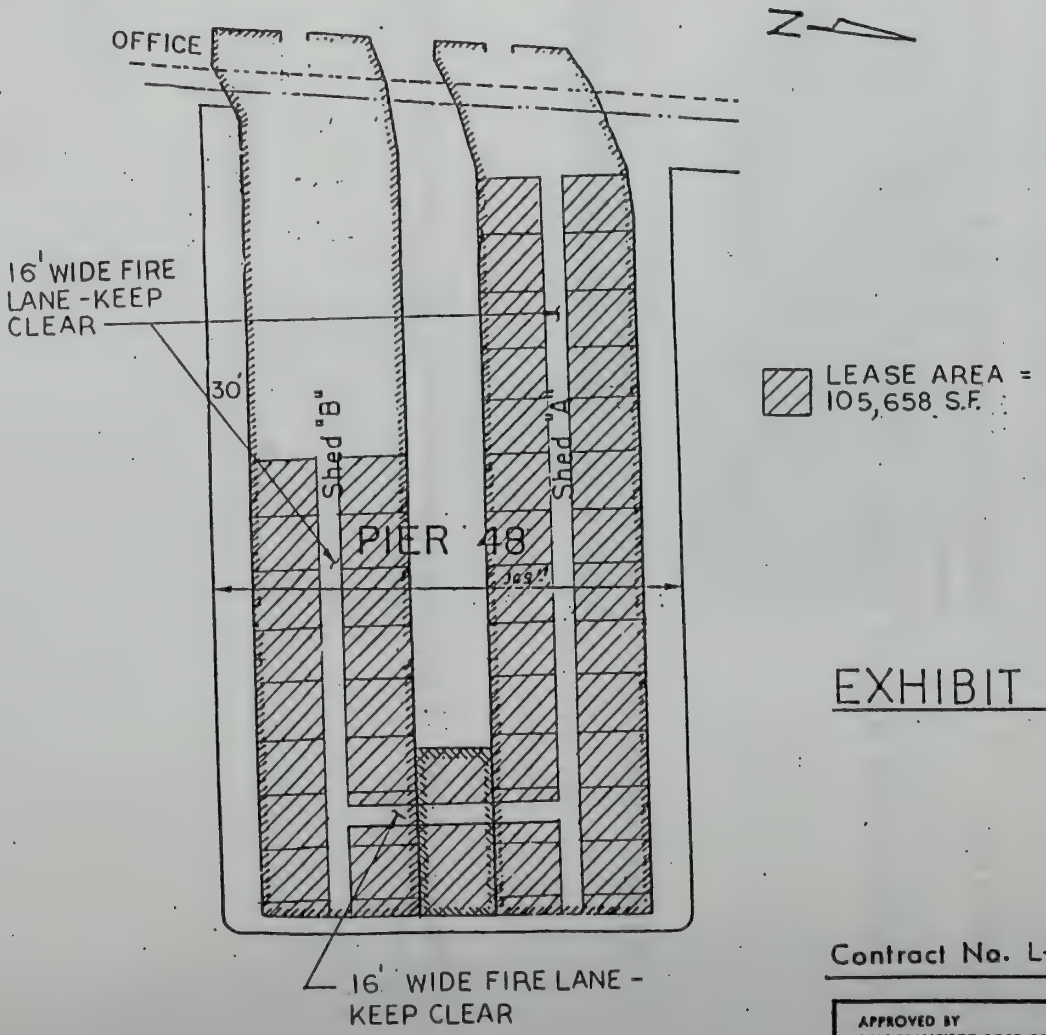
WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it

RESOLVED, that the Port Commission hereby approves that certain Lease between the Port and Beth Aharon Day School, a California nonprofit corporation, the terms of which are set forth in the Memorandum of Agenda Item No. 5B for the Port Commission Meeting on June 13, 1995, and hereby authorizes the Executive Director of the Port, or his designated Director of Tenant and Maritime Services, to execute the same on behalf of the Port; and therefore be it

FURTHER RESOLVED, that the Port Commission hereby agrees to terminate Lease No. L-12009 at Pier 70 dated September 19, 1994 effective June 30, 1995.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

____
Secretary



OFFICE
16' WIDE FIRE LANE - KEEP CLEAR
30'
Shed "B"
Shed "A"
PIER 48
309'
16' WIDE FIRE LANE - KEEP CLEAR
Z
▨ LEASE AREA = 105,658 S.F.

EXHIBIT "A"

Contract No. L-12141

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE

CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

BETH AHARON
DAY SCHOOL

IN CHARGE OF
MADE BY R.C.
TRACED BY
CHECKED BY
DATE 6-2-95
SCALE
DRAWING NO. 1480-0-
SHEET NO.
OF SHEETS

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 7, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Michael Hardeman
Hon. Anne Halsted
Hon. Francis J. O'Neill

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Agreement to Lease with the Redevelopment Agency of the City and County of San Francisco for Rincon Point Park

DIRECTOR'S RECOMMENDATION: APPROVE AGREEMENT TO LEASE WITH THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO FOR RINCON POINT PARK

I. BACKGROUND

Port owns certain land located between the Waterfront Promenade to the east and Steuart Street and the Embarcadero to the west, as shown in Exhibit A attached hereto. The Premises are located within the Rincon Point Subarea of the Rincon Point/South Beach Redevelopment Project Area, as designated in the Rincon Point - South Beach Redevelopment Plan, originally adopted and approved by the San Francisco Board of Supervisors on January 5, 1981, as subsequently amended ("Plan"). The Premises are designated under the Plan for use as a public park.

The Premises are adjacent to a parcel bounded by Steuart, Spear and Folsom Street and by a Caltrans owned right-of-way on the north (the "Office Site"). The Office Site is the subject of a Disposition and Development Agreement ("DDA") between the Agency and the Gap, Inc. for development of an office building. The Gap's obligation to develop the Office Site is contingent upon the Agency entering into an Agreement to Lease the Premises for a term of 65 years, for construction of a public park at a cost of up to Two Million Dollars. The

Agreement to Lease is essentially an option held by the Agency to lease the Premises on the terms and conditions set forth in the Lease form attached to the Agreement.

As part of the Agreement to Lease the Premises, the Agency has also requested an option to lease Parcel 347S as a non-contiguous part of the Park, in the event the Agency acquires for the Gap a parcel from Caltrans that abuts the Office Site (the "Additional Site"). Parcel 347S will be created by the relocation of the Embarcadero Roadway, and is located along Steuart Street, as shown on Exhibit A attached hereto. Parcel 347S is presently held by Caltrans; however the Port has a surface easement for parking thereon, and anticipates that the parcel will eventually be conveyed to the Port's jurisdiction pursuant to Cal. Street & Highways Code Section 72.

The original Plan permitted a restaurant of approximately 12,000 square feet to be located within the park Premises, north of the centerline of Folsom Street. On January 10, 1995, the Agency adopted a variance, to allow for a 12,000 square foot restaurant with an additional 8,000 square feet of outdoor support space, to be located in the southern portion of the park Premises (the "Restaurant Site"). The Agreement to Lease contains certain restrictions on development of the Restaurant Site by the Port, as described below.

II. PROPOSED AGREEMENT TO LEASE

The fundamental business terms of the Agreement to Lease are set forth below:

1. Premises. The Premises is the Park Site as described on Exhibit A attached hereto. The 20,000 square foot Restaurant Site is located to the south of the Park Site.

2. Term. The term of the Agreement commences 30 days after the Mayor signs the ordinance of the Board of Supervisors approving the Agreement. The Agreement terminates on January 1, 2005 in the event the Agency has not exercised its right to lease the Premises.

3. Exercise of Option. Agency may exercise its right to lease the Premises by delivering to Port a signed lease (substantially in the form of Exhibit C attached to the Agreement) along with a notice warranting that it has obtained all necessary permits and funding necessary to construct the park on the Premises in accordance with approved Final Construction Documents and that it shall commence construction of the park within sixty (60) days after the date of the notice.

4. Use by Port Prior to Lease Commencement Date. At any time prior to the commencement of the Lease, Port may, for its own benefit and account, use or lease to third parties, all or any portion of the Premises for any lawful use or

uses that will not impede Agency's construction of the Park, including parking and construction laydown.

5. Restrictions on Port Development of Restaurant Site. The 20,000 square foot Restaurant Site is as shown on Exhibit A attached hereto. The exact location of the 12,000 square foot restaurant building will be determined in the future. Under the Agreement and the form Lease, the Port is subject to the following restrictions on development of the Restaurant Site:

(I) The Restaurant Site shall be used for a first-class restaurant and related facilities, or as open space of which no more than 12,000 square feet shall be used for the restaurant building. In no event shall the restaurant be operated as a fast-food restaurant.

(ii) The remaining 8,000 square feet not used for the restaurant building may be used for purposes consistent and ancillary with restaurant uses, including but not limited to exterior tables, chairs, and benches.

(iii) Port may provide parking for and driveway access to the restaurant within the Restaurant Site.

(iv) The height of the restaurant building shall not exceed approximately seventeen (17) feet from the finished grade of the Park, including any roof-top utility penthouses.

(v) The Port shall have complete discretion and control over the design of the restaurant; provided however, that any approved design shall fall within the guidelines set forth in the Redevelopment Plan as amended by Agency Resolution No. 7-95, and the design shall be submitted to the Redevelopment Agency for review and comment.

(vi) The Port shall have complete discretion and control to select the restaurant operator, provided that the operator shall have the reputation for operating a first-class restaurant.

(vii) All revenues derived by the Port from the Restaurant Site shall go exclusively to Port.

6. Design of Park.

a. Approval by Design Review Body. Agency must submit design and construction documents for the park to a Design Review Body for its reasonable approval. The Design Review Body consists of the Agency and the Port Commissions respectively, each Commission to have a single vote. In the event of a tie vote, the proposed design shall be resubmitted for reconsideration. In the event the Agency disputes the reasonableness of a disapproval of the Design Review Body, such disputes shall be submitted to arbitration.

b. Cost Responsibility of Port. If the cost estimate of any of the construction documents submitted to the Design Review Body exceeds Two Million Dollars committed by the Agency under the Agreement as a direct result of changes in design requested by Port Commission members of the Design Review Body, then at any time prior to expending such sums, Port shall, at its option (I) notify Agency in writing of its consent to pay for such costs; (ii) notify Agency in writing that it rejects such additional costs, in which case the Design Review Body shall be required to reconsider and reapprove the applicable plans under consideration without the Port-directed design changes; or (iii) notify Agency in writing that it disputes the Agency's cost estimates due to Port-directed design changes. In the event Port responds under (iii) above, and the Agency and Port are unable to resolve the matter, then the disputed items shall be bid for final determination. Port shall be responsible for only those costs over the Park Fund that result from Port-directed design changes to the extent that Port has expressly agreed in writing to be responsible for such sums.

7. Option to Lease Parcel 347S. Port also grants to Agency an option to lease Port's interest in Parcel 347S for a period of 50 years, subject to the terms of the Lease. The term of the 347S Option commences on the effective date hereof of the Agreement and terminates on the date which is ninety (90) days after the date on which Agency acquires the Additional Site (the "Option Period"). The Agency may not exercise the Option unless it first acquires the Additional Site. In order to effectively exercise the option on Parcel 347S, the Agency must also pay the Port One Million Dollars ($1,000,000.00) on the later of the commencement date of the Lease or within ten (10) days after the conveyance of the Office Site to the Gap as set forth in the DDA. Port may use Parcel 347S for any lawful purpose until the Option has been exercised. In the event Agency fails to exercise the Option during the Option Period, then Port may use Parcel 347S for any use as Port deems appropriate. In the event the Agency does not exercise the Option, Agency agrees to use its best efforts to obtain all necessary City approvals, including, but not limited to, rezoning Parcel 347S to allow commercial uses, including, but not limited to, business and professional offices, retail

sales, and eating and drinking establishments, and to allow a height limit of no less than forty (40) feet, and coverage of 100%.

III. LEASE TERMS.

The following are the material terms and conditions of the lease form attached as Exhibit C to the Agreement to Lease, including material deviations from the standard lease form. The Lease will only become effective in the event the Agency duly exercises its option under the Agreement to Lease to enter into the lease of the Premises.

1. Premises: As shown on Exhibit A attached hereto. The Restaurant Site is not part of the Premises. In the event the Agency exercises its option on Parcel 347S, it shall become part of the Premises, subject to a different term and rent.

2. Term. The term of the Lease commences on the day after the Agency effectively exercises its option under the Agreement to Lease and a fully executed Lease is delivered to Port. The Lease terminates 65 years after the commencement date. In the event Parcel 347S is a part of the Premises, the Lease term for Parcel 347S expires 50 years after the commencement date.

3. Rent.

   Park Premises: One Dollar ($1.00) per year, payable in advance for the entire term.

   Parcel 347S: One Million Dollars ($1,000,000) for the entire term.

4. Construction of Park.

   a. **Timing.** Agency shall construct a park on the Premises in conformance with the plans approved by the Design Review Body. The Agency must commence construction within 60 days of the Lease commencement date, and must complete construction within one year. In the event the Agency fails to commence construction within 60 days, Agency shall pay to Port fair market rental value for use of the Premises until Agency commences construction. The Lease shall terminate in the event no construction is commenced by January 1, 2005.

b. **Construction Expenses.** Agency shall expend up to Two Million Dollars ($2,000,000) on Rincon Park construction (exclusive of Parcel 347S). Construction costs include actual construction costs, including hazardous material remediation at the lowest practicable cost, and legal, design, engineering, investigation and construction review costs not to exceed 15% of the construction budget. In addition to the park budget, Agency agrees to expend a minimum of one percent the construction budget on artwork within the park.

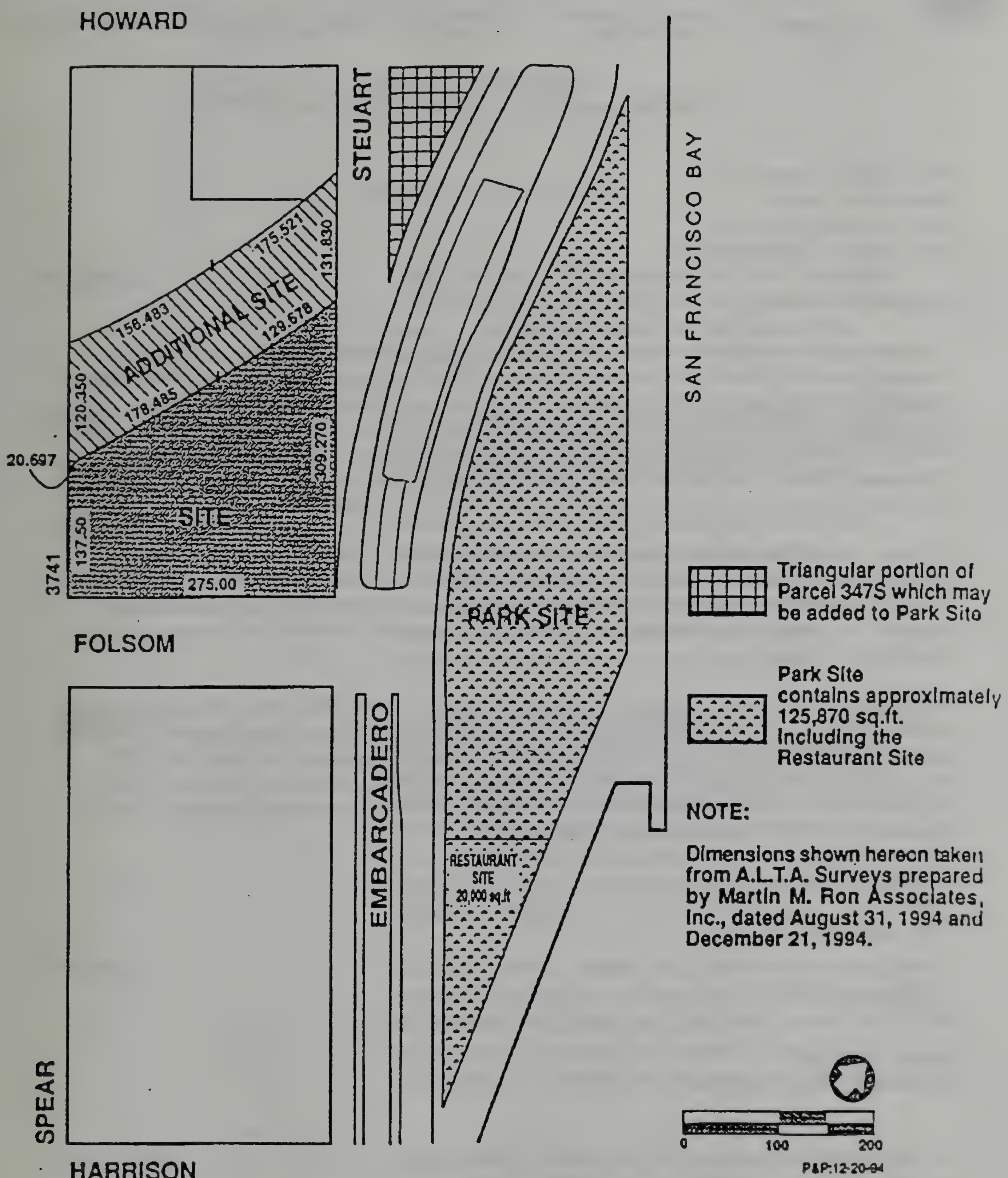
5. Use. The Premises shall be used and occupied only for a first-class public park.

6. **Security**. Agency agrees to provide security for the Premises at such frequency and standards as is appropriate for a first-class urban park, including making good faith efforts to prevent littering and unlawful activity in the Park. The Gap has agreed to provided the Agency with $100,000.00 per year for the first ten years of the lease term for security purposes.

7. **Default**. In the event of a breach of Lease, the Gap, or its successors, shall have the ability to cure any Agency breach of Lease. The Lease does not give The Gap any rights as to notice or extensions of time, however.

IV. ENVIRONMENTAL REVIEW. The City's Planning Department, Office of Environmental Review, has reviewed the proposed project. Based on the original Rincon Point-South Beach Redevelopment Plan EIR and the Supplemental EIR related specifically to the proposed office, restaurant and park site, OER determined that the significant environmental effects of the project has been fully and adequately analyzed, and that no further environmental review is necessary. A copy of that letter is attached. The Commission secretary has on file for your review copies of the original EIR (80.267E Rincon Point/South Beach, certified 11/5/80) and the Supplemental EIR (90.088E Rincon Point-South Beach Redevelopment Plan certified 8/15/91), as well as the Initial Study and Attachments thereto, dated January 6, 1995, prepared by Thomas G. Conrad, Chief of Planning & Programming for the San Francisco Redevelopment Agency.

Prepared by: Neil H. Sekhri, Assistant Port General Counsel


HOWARD
STEUART
SAN FRANCISCO BAY
ADDITIONAL SITE
175.521
131.830
156.483
129.678
120.350
178.485
20.697
309.270
SITE
137.50
3741
275.00
PARK SITE
FOLSOM
EMBARCADERO
RESTAURANT SITE 20,000 sq.ft
SPEAR
HARRISON
0
100
200
P&P:12-20-94

▦ Triangular portion of Parcel 347S which may be added to Park Site

▒ Park Site contains approximately 125,870 sq.ft. including the Restaurant Site

NOTE:

Dimensions shown hereon taken from A.L.T.A. Surveys prepared by Martin M. Ron Associates, Inc., dated August 31, 1994 and December 21, 1994.

EXHIBIT

A

PLANNING DEPARTMENT

City and County of San Francisco 1660 Mission Street San Francisco, CA 94103-2414

(415) 558-6378
PLANNING COMMISSION FAX: 558-6409
ADMINISTRATION FAX: 558-6426
CURRENT PLANNING/ZONING FAX: 558-6409
LONG RANGE PLANNING FAX: 558-6426

April 7, 1995

Neil Sekhri, Attorney at Law
Port of San Francisco
Ferry Building, Suite 3100
San Francisco, California 94111

Dear Neil:

You asked that we answer the question of whether or not further environmental review would be required from this Office for the lease of 2.77 acres of Port land to the San Francisco Redevelopment Agency (SFRA) for park purposes. The property in question is located in the Rincon Point South Beach Redevelopment area in proximity to the site proposed for the Gap office building. It is within Parcel C-2 in the Redevelopment Agency Plan. This parcel is located between the Waterfront Promenade, Steuart Street and the Embarcadero Roadway. In the future, it is conceivable that the Developer would also elect to add a portion of sea wall 347 to the park site.

We have reviewed the original Rincon Point-South Beach Redevelopment Plan EIR and the Supplemental EIR related specifically to the proposed office, restaurant and park site. We believe that all significant environmental effects related to these proposals have been fully and adequately analyzed in the two documents and thus no further environmental review by this office would be required at this time.

It is necessary that the Port Commission review the original EIR (80.267E Rincon Point/South Beach certified 11/5/80) and the Supplemental EIR (90.088E Rincon Point-South Beach Redevelopment Plan certified 8/15/91) and make appropriate findings in their motion approving the lease. The SFRA findings on this proposal that is contained in the attachments to the Initial Study prepared by the SFRA could be incorporated into the Port Commission action, with appropriate revisions to make it applicable to the Port Commission's jurisdiction.

Very truly yours,

Barbara

Barbara W. Sahm
Environmental Review Officer

cc: David Madway Attorney at Law
Chron File Office of Environmental Review
Case File #90.088E

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-49

WHEREAS, Charter Section 3.581 empowers the Port Commission with power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Port Commission approval is being sought for the Agreement to Lease between the Port and the Redevelopment Agency of the City and County of San Francisco, the terms of which are set forth in the Memorandum of Agenda Item 5C for the Port Commission Meeting on June 13, 1995; and

WHEREAS, on April 7, 1995, the Department of City Planning determined that all significant environmental effects related to the Agreement to Lease had been fully and adequately analyzed in the original Rincon Point-South Beach Redevelopment Plan EIR and the Supplemental EIR related specifically to the proposed restaurant and park site, and that no further environmental review would be required at this time;

WHEREAS, the Redevelopment Agency has submitted an Initial Study which included in part an analysis of the development of the Premises as a public park, and which found that the EIR adequately examined all potential significant environmental effects of the project; now, therefore, be it

RESOLVED, that the Port Commission has considered and reviewed the original EIR (80.267E Rincon Point/South Beach, certified 11/5/80) and the Supplemental EIR (90.088E Rincon Point-South Beach Redevelopment Plan certified

8/15/91) and hereby finds that the project may have a significant effect on the environment, and finds that the above-referenced environmental reports adequately examined all those potential significant environmental effects, and adopts and incorporates herein by reference thereto the findings set forth in the Initial Study and Attachments thereto, dated January 6, 1995, prepared by Thomas G. Conrad, Chief of Planning & Programming for the San Francisco Redevelopment Agency, a copy of which is on file with the Secretary of the Port Commission; and be it further

RESOLVED, that the Port Commission hereby approves the Agreement to Lease between the Port and the Redevelopment Agency of the City and County of San Francisco, incorporating the business terms set forth in the Memorandum for Agenda Item 5C for the Port Commission meeting on June 13, 1995 and that the Executive Director is hereby directed to forward said Agreement to the San Francisco Board of Supervisors for approval by ordinance pursuant to City Charter Section 7.402-1, and upon approval thereby, to execute the Agreement to Lease; and be it further

RESOLVED, that the Executive Director is hereby authorized to enter into a Lease for the Premises with the Redevelopment Agency, in accordance with the terms and conditions of the Agreement to Lease, in substantially the form of Exhibit C attached to the Agreement to Lease.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

____
Secretary

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PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

June 6, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Michael Hardeman
Hon. Anne Halsted
Hon. Francis J. O'Neill

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Approval of Memorandum of Understanding between the Port of San Francisco and the Chief Administrative Officer for Property located on Lots 7,8,8a,9, and 10 of Assessor's Block 3742

DIRECTOR'S RECOMMENDATION: APPROVE MEMORANDUM OF UNDERSTANDING

The Port staff has negotiated an Agreement to Lease with the San Francisco Redevelopment Agency for development of Rincon Park on Port property. Rincon Park is to be located between the relocated Embarcadero and Steuart Street to the west, and the Waterfront Promenade to the east. The proposed Rincon Park includes a portion of Lots 7,8, 8a,9 and 10 in Assessor's Block 3742 (the "Terminals Park Parcel"). However, the Terminals Park Parcel was acquired by the CAO's office in 1992 to provide for the development and implementation of the Embarcadero Surface Roadway Projects, and was not under the jurisdiction of the Port. The portion of the Terminals Park Parcel that is anticipated to be included in Rincon Park is described and shown generally on the map attached hereto as Exhibit A. However, that description may ultimately change based on a future determination of the final alignment of the rerouted Embarcadero Roadway.

The City is in the process of transferring jurisdiction of the Terminals Park Parcel to the Port in order to accommodate the Agency's needs for purposes of Rincon Point Park. However, because the Port may use the Rincon Point Park property for interim uses such as parking prior to construction of the park, the Port has agreed that any revenue, less all operating costs, generated by interim Port use of the Terminals Park Parcel shall be payable to the CAO. In the event the Terminals Park Parcel were leased as part of the other Port property, then the CAO shall be entitled to the net revenues determined on a pro rata basis based on the proportion that the gross square footage of the Terminals Park Parcel bears to the gross square footage of all of the Port property under such lease.

The following are other material provisions of the MOU:

1. Permitted Interim Uses. Port may use the Terminals Park Parcel for any lawful use provided that any such use does not interfere with construction of the park, construction of the Embarcadero Surface Roadway Projects or traffic flow on the Embarcadero Roadway, all for an interim period not to exceed December 31, 2004.

2. The CAO may review and comment on any agreements for use of the Terminals Park Parcel.

3. The Port is responsible for all maintenance, repair, and management of the Terminals Park Parcel, and shall be responsible for all third party claims except to the extent resulting from the negligence or wilful misconduct of the CAO or its agents, contractors or invitees in connection with construction of the Embarcadero.

Prepared by: Neil H. Sekhri, Assistant Port General Counsel

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-50

WHEREAS, Charter Section 3.581 empowers the Port Commission with power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Port Commission approval is being sought for the Memorandum of Understanding between the Port and the Redevelopment Agency of the City and County of San Francisco, the terms of which are set forth in the Memorandum of Agenda Item 5D for the Port Commission Meeting on June 13, 1995, and a copy of which is on file with the Secretary of the Port Commission; now, therefore, be it

RESOLVED, that the Port Commission hereby approves the Memorandum of Understanding between the Port and the Redevelopment Agency of the City and County of San Francisco, the terms of which are set forth in the Memorandum of Agenda Item 5D for the Port Commission Meeting on June 13, 1995, and a copy of which is on file with the Secretary of the Port Commission.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

____
Secretary

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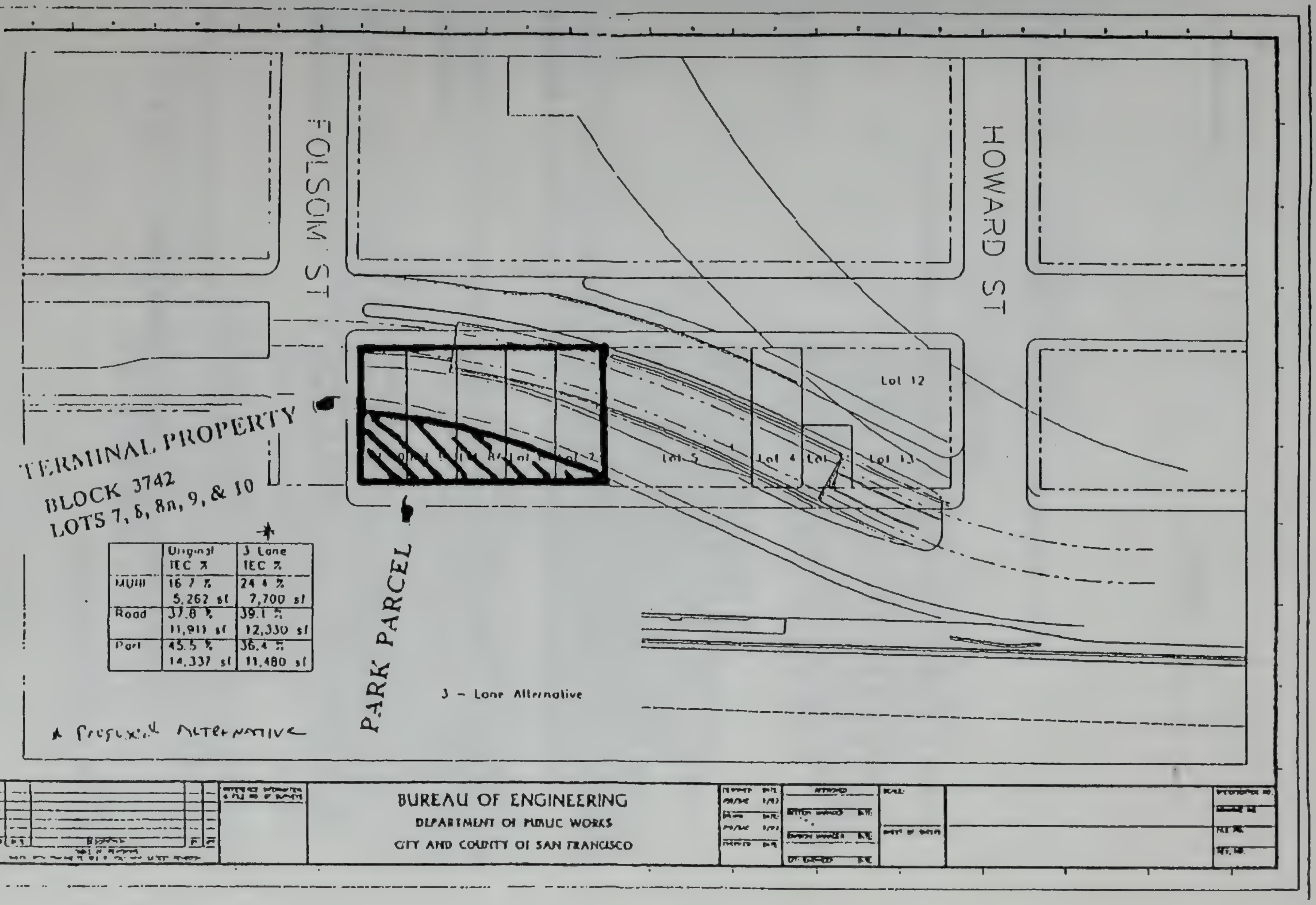
EXHIBIT "A"
page 1 of 2 pages


FOLSOM ST
HOWARD ST
Lot 12
Lot 5
Lot 4
Lot 13
Lot 2
3 - Lane Alternative

TERMINAL PROPERTY
BLOCK 3742
LOTS 7, 8, 8n, 9, & 10

PARK PARCEL

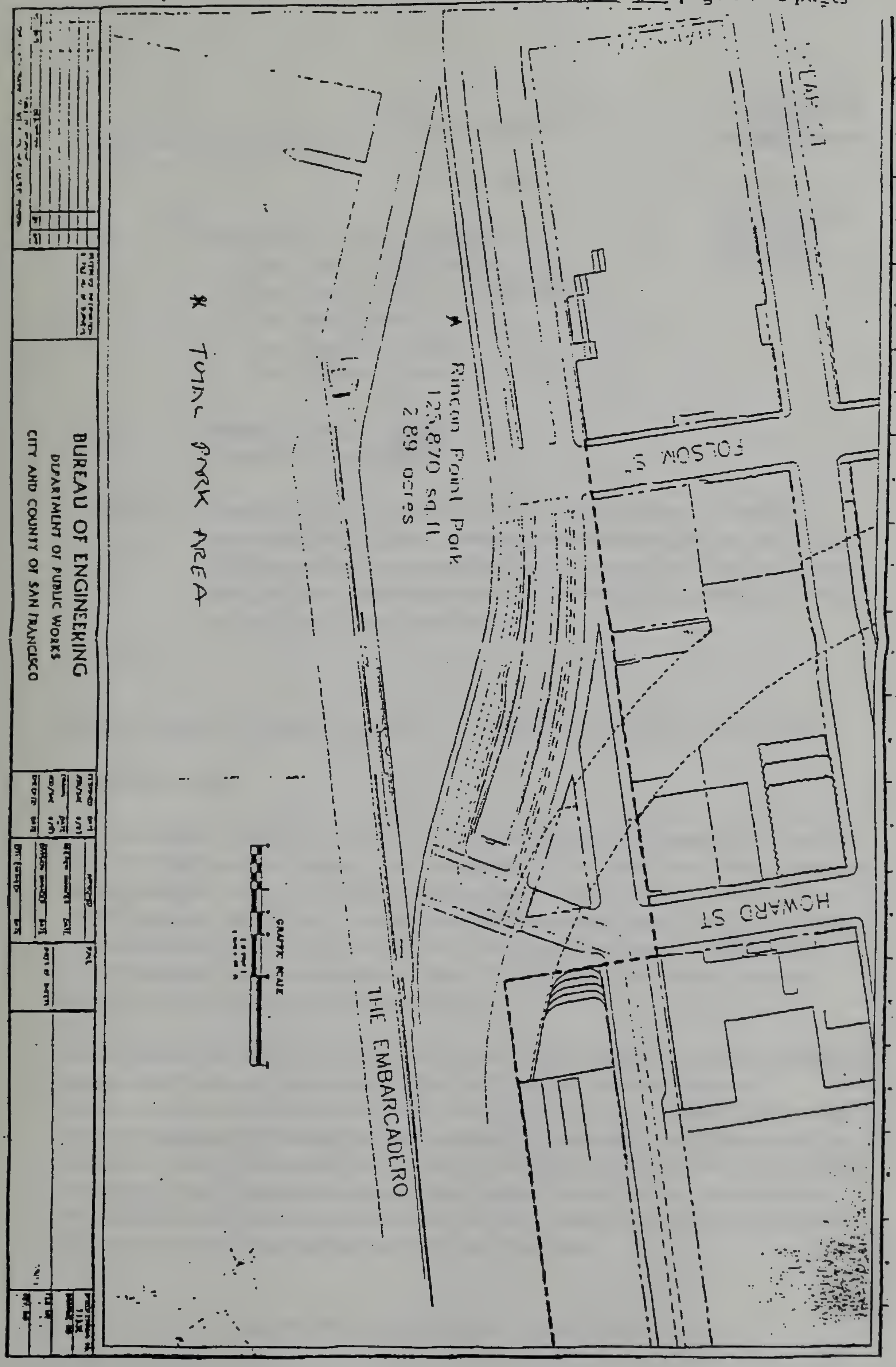
	Original TEC %	3 Lane TEC % *
MUNI	16.7 % 5,262 sf	24.4 % 7,700 sf
Road	37.8 % 11,911 sf	39.1 % 12,330 sf
Port	45.5 % 14,337 sf	36.4 % 11,480 sf

* Preferred Alternative

BUREAU OF ENGINEERING
DEPARTMENT OF PUBLIC WORKS
CITY AND COUNTY OF SAN FRANCISCO

EXHIBIT "A"

page 2 of 2 pages


* Rincon Point Park
125,870 sq.ft.
2.89 acres
* TOTAL PARK AREA
FOLSOM ST
HOWARD ST
THE EMBARCADERO
GRAPHIC SCALE
BUREAU OF ENGINEERING
DEPARTMENT OF PUBLIC WORKS
CITY AND COUNTY OF SAN FRANCISCO

PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

June 2, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Resolution to the San Francisco Public Transportation Commission requesting that continuous street-car service be provided on the surface of the Embarcadero, by constructing tracks between the F-Line, which runs from the Ferry Building northward, to the MMX Line, which runs on the surface from Folsom Street southward.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

BACKGROUND:

The Embarcadero Roadway is currently being constructed with two separate street-car lines. The F-Line will run down Market Street on the surface from Castro Street and turn north on the Embarcadero at the Ferry Building, and then loop through Fisherman's Wharf. The MMX street-car line will run on the surface of the Embarcadero, south from Folsom Street. North of Folsom the MMX street-car will run underground and connect with the MUNI-Metro subway street-cars below Market Street. There is no surface connection planned between the Ferry Building and Folsom Street.

The layouts for the MMX and F-Lines were based on 1985 demand projections which did not show a need to connect the two lines. However, in the past ten years, significant development has occurred in the South Beach neighborhood, a plan for over 7,000 housing units was approved for Mission Bay, and overwhelming community consensus was reached on the Port's Draft Waterfront Plan -- calling for a wide variety of activities to bring new life to the waterfront. There are in addition, other potential projects that may have substantial transit demand along the southern waterfront including, an arena at Rincon Point or Mission Bay, and an entertainment/ballpark complex near China Basin.

THIS PRINT COVERS CALENDAR ITEM NO. 7A

The Port's Waterfront Plan Advisory Board endorsed a continuous street-car along the Embarcadero as indicated in the attached February 1, 1994 letter. On October 11, 1994, the Waterfront Transportation Projects Office presented the open space plan for the Mid-Embarcadero to the Port Commission. At that meeting the Commission expressed a desire to have the two street-car lines connect on the surface, and staff relayed that concern to the City's Chief Administrative Officer. In November 1994, the BCDC Design Review Board requested that a continuous street-car connection be provided on the surface between the north and south sections of the Embarcadero. Many other groups including the Redevelopment Agency, the Rincon Point-South Beach Citizens Advisory Committee, the Mid-Embarcadero Open Space Citizens Advisory Committee, and SPUR, have also requested that continuous street-car service be provided along the Embarcadero.

The Public Transportation Commission has not allocated funding for this track connection. However, the design for the Mid-Embarcadero Roadway includes an alignment for the tracks. Due to space constraints, the street-car would share the left lane with traffic throughout most of this section. Because the street car would be sharing a lane with the roadway, the most efficient and economical construction of the connection would be to include it as part of the Mid-Embarcadero Roadway project. The incremental cost of constructing the track connection with the Mid Embarcadero Roadway would likely be considerably less than constructing it after the Roadway project is complete.

The attached resolution requests that the two street-car lines be connected on the surface, and that the San Francisco Public Transportation Department perform the necessary underground work for the connection as part of the Mid-Embarcadero Roadway project.

Prepared by: Sharon Lee Polledri
Director, Planning & Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-44
CONNECTING NORTH AND SOUTH STREET-CAR LINES ALONG THE SURFACE OF THE EMBARCADERO

WHEREAS,	The City of San Francisco is presently constructing two street-car lines to serve the San Francisco waterfront, the F-Line along the north Embarcadero Roadway and the MMX line along the south Embarcadero Roadway;
WHEREAS,	Since the layouts for the two street-car lines were adopted, projects have been constructed or approved by the City which significantly increase the demand for street-car service along the waterfront; and
WHEREAS,	The design of the Mid-Embarcadero Roadway is partially complete, and the most efficient method to construct a connection between the F-Line and MMX street-car lines would be as part of the Mid-Embarcadero Roadway project; therefore be it
RESOLVED,	That the San Francisco Port Commission requests that the San Francisco Public Transportation Commission provide continuous street-car service on the surface of the Embarcadero, by constructing tracks between the F-Line, which runs from the Ferry Building northward, to the MMX Line, which runs on the surface from Folsom Street southward.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of June 13, 1995.

Secretary

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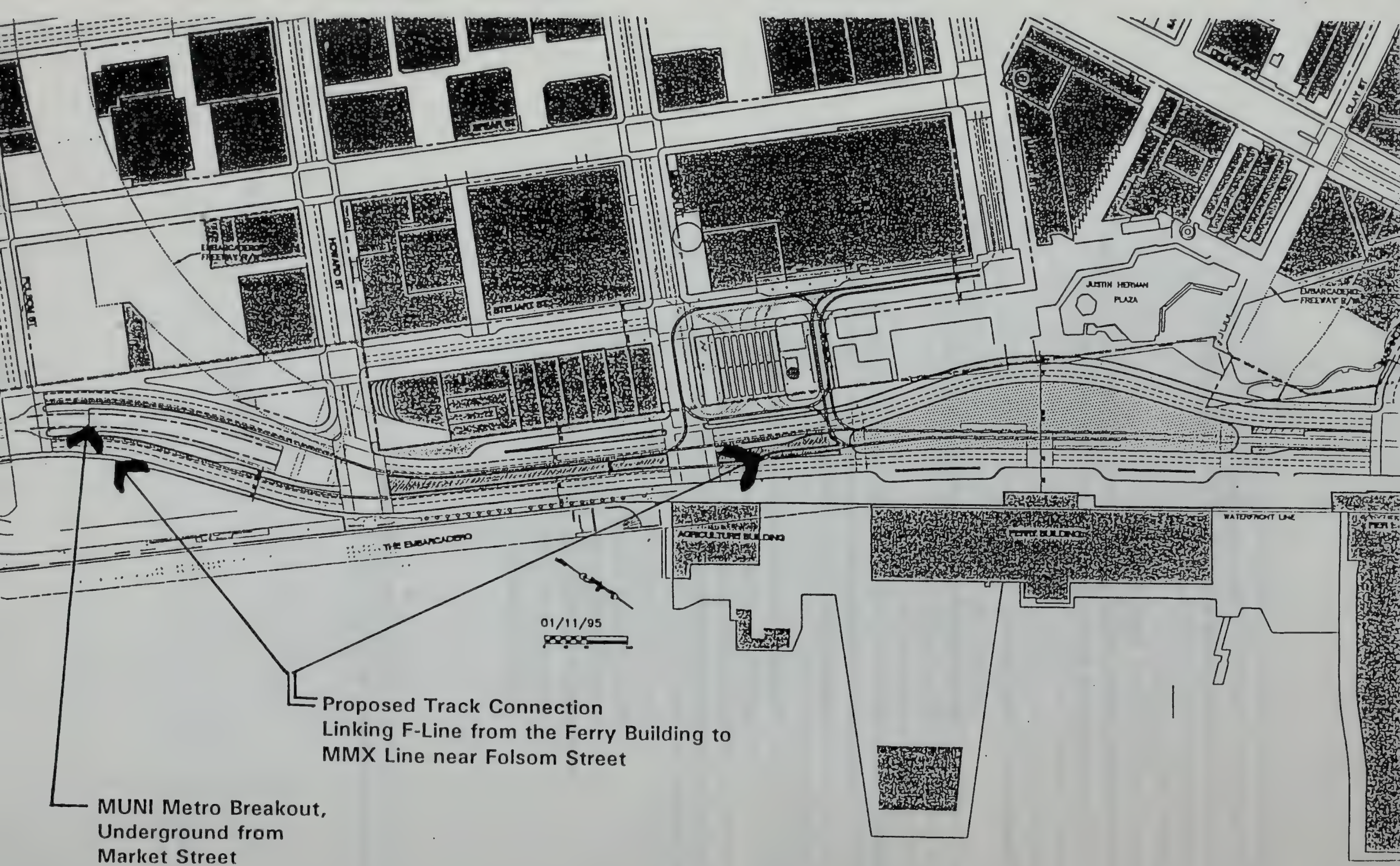
FOLSOM ST
EMBARCADERO FREEWAY R/W
HOWARD ST
SPEAR ST
STEUART ST
JUSTIN HERMAN PLAZA
EMBARCADERO FREEWAY R/W
CLAY ST
THE EMBARCADERO
AGRICULTURE BUILDING
FERRY BUILDING
WATERFRONT LINE
PIER 1

01/11/95

Proposed Track Connection
Linking F-Line from the Ferry Building to
MMX Line near Folsom Street

MUNI Metro Breakout,
Underground from
Market Street

MID-EMBARCADERO PRELIMINARY ALIGNMENT

Track Connection For Continuous
Street-Car Service Along The Embarcadero Roadway

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

June 7, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Assignment of 50% Interest in Lease from Hum Baby Associates to Transamerica Properties, Inc. at Bryant Street and The Embarcadero

DIRECTOR'S RECOMMENDATION: APPROVE ASSIGNMENT FROM HUM BABY ASSOCIATES TO TRANSAMERICA PROPERTIES, INC.

Hum Baby Associates, a California limited partnership, is the Tenant under Port Lease L-11915 for Premises containing 6,342.4 square feet of land at Seawall Lot 329, located at the northwest corner of the intersection of Bryant Street and the Embarcadero. Pursuant to the terms of the lease, Hum Baby is to develop the parcel as landscaped open space and a public plaza. (To date, the Premises have been landscaped by Hum Baby Associates, pending the future development of the plaza.) Fifty percent of the Premises site may be used for a non-exclusive outdoor seating area serving a restaurant to be built in the Portside Condominium complex at 38 Bryant Street. The Port is entitled to percentage rents for restaurant sales generated on the Premises. The Lease provides for a 10 year term with a 10 year option. The Lease was approved by the Port Commission on June 15, 1994 (Port Resolution No. 94-60) and was subsequently approved by the Board of Supervisors

As shown on the attached exhibit, the Premises is a triangular shaped parcel of land bound by Bryant Street, the Embarcadero and the properties more commonly known as 2 Bryant Street and 38 Bryant Street. Hum Baby Associates is the owner/developer of the Portside Condominiums at 38 Bryant Street. Transamerica Properties, Inc. is the owner of the office building at 2 Bryant Street.

THIS PRINT COVERS CALENDAR ITEM NO. 9A

Hum Baby Associates desires to assign an undivided 50% interest in its leasehold interest to Transamerica Properties, Inc. The Assignment Agreement requires that both Hum Baby Associates ("Assignor") and Transamerica Properties, Inc. ("Assignee") agree jointly to perform and fulfill all the terms, covenants, conditions, and obligations of the Lease. No other terms or conditions of Lease No. 11915 are proposed to be modified. Seawall Lot 329 will continue to be maintained and developed by Hum Baby Associates and Transamerica Properties, Inc. as landscaped open space and plaza with unrestricted access by the general public as is provided in the Lease. Additionally, the Assignment Agreement provides that either Hum Baby Associates or Transamerica Properties, Inc. may exercise the renewal option now contained in Section 35 of the Lease and that any such exercise will be binding on both parties.

The proposed assignment will permit both adjacent property owners and the Port to benefit from the landscaped open space and plaza provided for in the Lease and will strengthen the Port's ability to rely on two entities for full performance under the terms of the Lease.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

G:\agendas\humbaby.mem\ND\cp\June 6, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-51

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	Under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and
WHEREAS,	Hum Baby Associates, a California limited partnership, Tenant under Port Lease No. L-11915 desires to assign an undivided 50% interest in said Lease to Transamerica Properties, Inc. as set forth in Memorandum of Agenda Item No. 9A for the Port Commission meeting on June 13, 1995, and
WHEREAS,	The Port will continue to benefit from the development of a publicly accessible landscaped plaza and open space; and
WHEREAS,	The Port's reliance on the Tenant for full performance of the terms of the Lease will be enhanced by the proposed assignment; now therefore be it
RESOLVED,	That the Port Commission hereby approves the assignment from Hum Baby Associates to Transamerica Properties, Inc. as set forth in the Memorandum of Agenda Item No. 9A for the Port Commission meeting of June 13, 1995 and hereby authorizes the Executive Director to consent to the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995

Secretary

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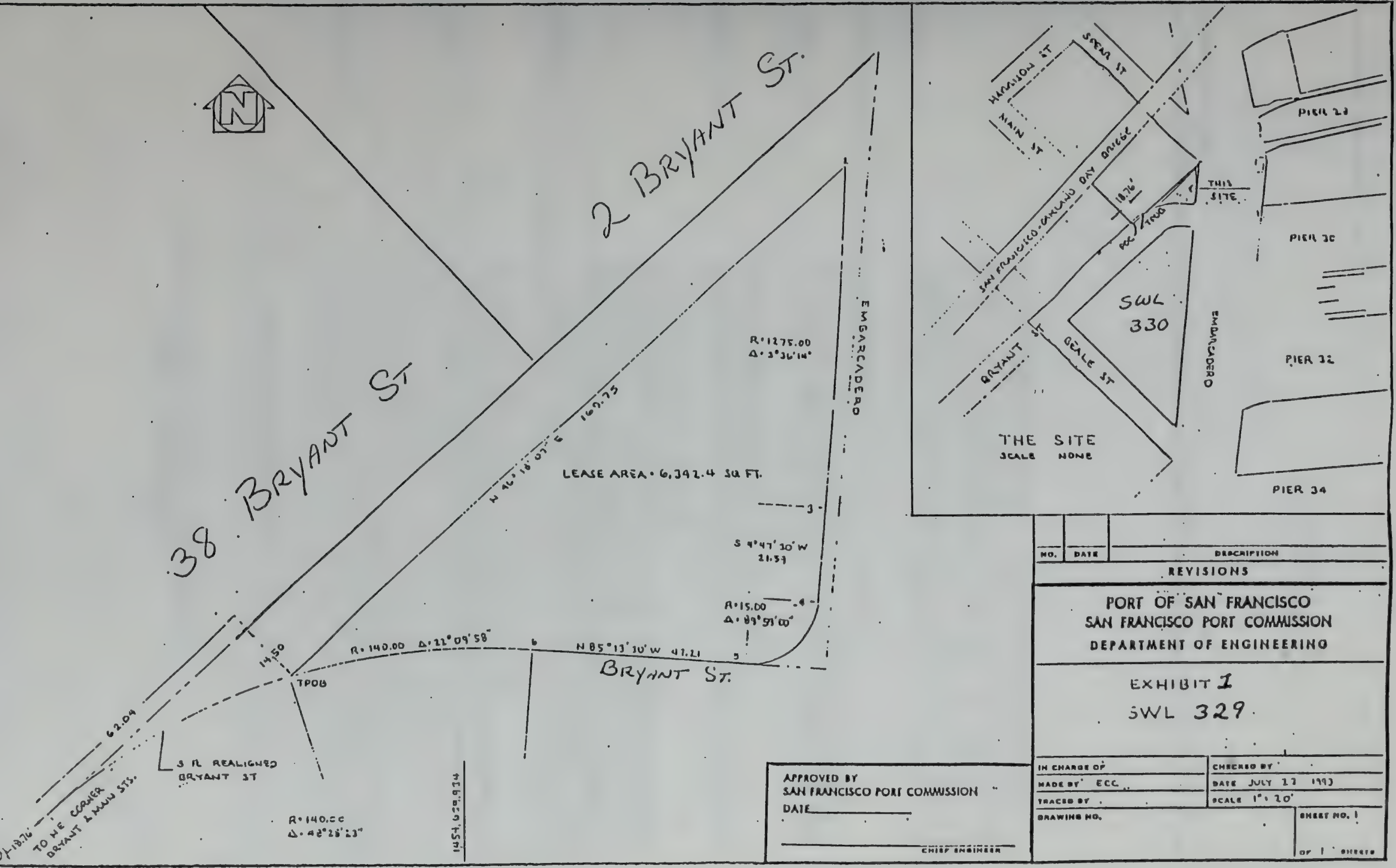
EXHIBIT 1

HUM BABY ASSOC


N
38 BRYANT ST
2 BRYANT ST.
EMBARCADERO
R=1275.00
Δ=3°36'14"
N 46°18'07" E 169.75
LEASE AREA = 6,342.4 SQ FT.
3
S 4°47'30" W
21.59
R=15.00
Δ=89°59'00"
4
5
6
R=140.00 Δ=22°09'58"
N 85°13'30" W 41.21
BRYANT ST.
14.50
TPOB
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TO NE CORNER
BRYANT & MAIN STS.
S R. REALIGNED
BRYANT ST
R=140.00
Δ=42°28'23"
1454,629.934
HARRISON ST
SPEAR ST
MAIN ST
SAN FRANCISCO-OAKLAND BAY BRIDGE
18.76'
THIS
SITE
PIER 28
PIER 30
PIER 32
PIER 34
SWL
330
BRYANT ST
BEALE ST
EMBARCADERO
THE SITE
SCALE NONE

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ____________

____________ CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

EXHIBIT 1
SWL 329

IN CHARGE OF	CHECKED BY
MADE BY ECC	DATE JULY 27 1993
TRACED BY	SCALE 1" = 20'
DRAWING NO.	SHEET NO. 1 OF 1 SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

June 6, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Landlord's Subordination and Consent Agreement with Conifer Crent Company at Pier 31.

DIRECTOR'S RECOMMENDATION: APPROVE LANDLORD'S SUBORDINATION AND CONSENT AGREEMENT WITH CONIFER CRENT

Conifer Crent Company is a Tenant under Port Lease No. L-10553 for Premises containing 163,435 square feet of shed and bulkhead space located at Pier 31. Conifer Crent is currently changing its banking relationship from Bank of California to Sanwa Business Credit Corporation ("Sanwa"). This change is necessary for Conifer Crent to remain competitive in the marketplace. In consideration for a loan to be made by Sanwa to Conifer Crent, both parties shall execute a security agreement which will secure, as collateral for the loan, personal property located at Pier 31.

A condition of this financing is that the Port execute a Landlord's Subordination and Consent Agreement regarding this security agreement. This subordination agreement provides that the Port consents to the installation and keeping of said collateral on the Premises and subordinates all of the Port's rights now against the personal property collateral to Sanwa's interests in the personal property collateral.

THIS PRINT COVERS CALENDAR ITEM NO. 9B

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

G:\WP51\AGENDAS\CRENT.MEM\June 6, 1995\ML\jef

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-52

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it
RESOLVED,	that the Port Commission hereby approves that Landlord's Subordination and Consent Agreement, as set forth in the Memorandum of Agenda Item No. 9B for the Port Commission Meeting on June 13, 1995, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

June 7, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2611, "Ferry Plaza, Pier 27/29, Earthquake Repair Project, Pile and Deck Repair", authorization to advertise for competitive construction contract bids

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE STAFF TO ADVERTISE FOR BIDS IN ACCORDANCE WITH THE ATTACHED RESOLUTION

The October 17, 1989 Loma Prieta earthquake caused damage to the batter piles and decks at the Ferry Plaza and Piers 27/29. After much negotiations with FEMA/OES, Port staff received permission to issue a consultant contract to design the best method of repair for these facilities including hazard mitigation. The Commission approved the award of this consultant contract and the design was completed last year. The consultant also prepared an estimate of the construction cost. Port staff used the estimate to further negotiate with FEMA/OES for additional Damage Survey Reports (DSRs) authorizing more construction funding from those agencies. In April 1995, FEMA/OES provided additional preliminary DSRs to the Port. In late May, Port staff received final DSRs fully funding this construction work which is estimated to cost about $5,000,000. This compares to original DSRs for only about $800,000. Staff requests authority to advertise for competitive bids from outside contractors to perform the construction work set forth in the contract documents.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9C

agd-2611.cj

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-53

WHEREAS, the 1989 Loma Prieta earthquake caused damage to the batter piles and decks at the Ferry Plaza and Piers 27/29; and

WHEREAS, after much negotiations with FEMA/OES, Port staff received permission to issue a consultant contract to design the best method of repair for these facilities including hazard mitigation; and

WHEREAS, the Commission approved the award of the consultant contract and the design was completed last year; and

WHEREAS, the consultant also prepared an estimate for the construction work; and

WHEREAS, Port staff used the estimate to further negotiate with FEMA/OES for additional Damage Survey Reports (DSRs) to authorize additional construction funds from those agencies; and

WHEREAS, in April, 1995, FEMA/OES provided additional preliminary DSRs to the Port; and

WHEREAS, in late May, Port staff received final DSRs, fully funding this construction work; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby authorizes staff to advertise for competitive bids for Construction Contract No. 2611, "Ferry Plaza and Piers 27/29, Earthquake Repair Project, Pile and Deck Repair", at an estimated cost of $5,000,000.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 13, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

June 5, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of travel for one Port representative to attend the Breakbulk Transpo '95 in New Orleans, Louisiana

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

The Port is actively marketing its cargo facilities to breakbulk vessel operators. Attendance at this convention will allow the Port to reach key decision makers in this market in a timely and cost effective manner. The Executive Director seeks approval of travel for one Port representive to represent the Port of San Francisco at the convention.

This request is in accordance with the Port Commission's Fiscal Year 1994/1995 budget.

Prepared by: Carolyn Macmillan
Marketing Manager

THIS PRINT COVERS CALENDAR ITEM NO. **9D**

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-55

WHEREAS,	the Executive Director is requesting authorization for one Port representative to travel to New Orleans, Louisiana, for the Breakbulk Transpo '95 convention from September 16 through September 19, 1995 ; and
WHEREAS,	the cost of this trip has been included in the Port Commission's fiscal year 1994-1995 budget; now, therefore, be it
RESOLVED,	that the Port Commission hereby approves this travel request.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of June 13, 1995.

Secretary

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SAN FRANCISCO PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
JUNE 13, 1995

1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 4:05 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, and Francis O'Neill. Commissioner Hardeman was not present.

2. APPROVAL OF MINUTES - May 23, 1995 Meeting

ACTION: Commissioner Lee moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the minutes were approved.

3. EXECUTIVE

A. Executive Director's Report

Mr. Bouey reminded the Commission that the Black & White Ball will be partially held on Port property, on Friday, June 16 from 9:00 p.m. to 2:00 a.m. Mr. Bouey also updated the Commission about the fire that occurred across from Piers 48/50.

Commissioner O'Neill congratulated the Port team for placing third at the recent whaleboat race.

4. LEGISLATIVE

A. Approval to apply, accept and expend $3 million of Federal funds from the Federal Highway Administration's Ferry Boat Discretionary Program for construction of a breakwater for the South Basin Ferry Landing in the Downtown Ferry Terminal and related dredging. (Resolution No. 95-45)

Mr. Bouey stated that presently the two ferry basins located behind and immediately north of the Ferry Building handle vessels from both Oakland/Alameda and Marin County. These vessels sometimes have to cross to enter their berth and presents somewhat of a safety, if not a delay factor. The Port would like to construct a south basin in the area close to Sinbad's restaurant, known as south basin, which will serve ferries bound for east and south bay locations. However, prior to doing so, a breakwater needs to be constructed to protect the vessels from wave action. Besides, the navigational benefits, the breakwater will also enhance public access. The pier will be designed for pedestrian access.

Commissioner O'Neill commented that this plan does not include pleasure boat berthing but emphasized that the Port has not forgotten or given up on this issue. Mr. Bouey concurred. Commissioner Halsted echoed the same sentiment. Commissioner Cook inquired whether the north side of the south basin allows for ferry berthing. Mr. Bouey concurred and stated that it is intended for ferry but depending on the level of service, it could be used for other things. Commissioner Cook asked where the total amount of money to build the breakwater will come from. Mr. Bouey replied that Veronica is working on different grants.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval to apply, accept and expend 3% Excess Bridge Toll Revenue, administered by the Metropolitan Transportation Commission (MTC), in the amount of $100,000 for informational signs on the J.C. Decaux Kiosks and Toilets to promote ferry and excursion ridership. (Resolution No. 95-46)

Mr. Bouey stated that in 1988, legislation passed that allocates 3% of the bridge tolls from state owned and operated bridges in the bay area. This allocation is for the planning, operating and capital projects specifically designed to reduce traffic on those same bridges. Staff seeks approval to seek and expend $100,000 from these funds for the installation of non-commercial advertising for our various ferry services. This advertising would appear on the soon-to-be-installed J.C. Decaux toilets and kiosks.

Commissioner Halsted inquired whether information about other transit modes will be on the kiosks. Mr. Bouey replied to the affirmative. Commissioner Halsted added that it was hard to find transit information at the wharf. Mr. Bouey noted that in the previous Commission meeting, it was discussed that a number of toilets and kiosks will be strategically placed at various points in the fisherman's wharf area to meet this problem.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

5. TENANT & MARITIME SERVICES

A. Approval of Marine Terminal Agreement with Mercedes Benz of North America, Inc. for non-exclusive use of the South Container Terminal. (Resolution No. 95-47)

Mr. Bouey stated that this is a small, yet bright light in our continuing efforts to attract cargo to the Port. This is a 3-year agreement that allows for the berthing of Mercedes designated vessels for the expressed purpose of discharging Mercedes Benz cargoes. The estimated revenue is $125,000 per year.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval of Lease with Beth Aharon Day School at Pier 48 and Approval of Termination of Lease with Beth Aharon Day School at Pier 70. (Resolution No. 95-48)

Mr. Bouey stated that Beth Aharon currently leases two sites from the Port for the storage and repair of vehicles. They sell the vehicles and use the proceeds to support the school. The Department of Planning now requires that this operation be placed under cover. Rather than lose a good tenant, staff proposes to move this existing tenant to Pier 48. The term of the lease is one year, and rent is slightly below our leasing parameters.

Commissioner O'Neill wondered whether the hold harmless agreement is sufficient to cover the Port in any possible future claims. Mr. Bouey replied to the affirmative.

ACTION: Commissioner Lee moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Approval of Agreement to Lease with the San Francisco Redevelopment Agency for development of a public park on the following properties: (Resolution No. 95-49)

(1) Rincon Point Park for a term of 65 years and
(2) Seawall Lot 347S for a term of 50 years

Mr. Bouey stated that the Port owns a parcel known as Rincon Point Park, within the Rincon Point South Beach redevelopment area. Both the Redevelopment Agency's plan and the Port's own waterfront plan designate this area to be a park. Currently, the Redevelopment Agency and the Gap are working to develop an office building directly across from this park. The attached resolution provides for 65 year lease between the Redevelopment Agency and the Port, in which the Redevelopment Agency will construct a public park. They will spend up to $2 million for the design of the park. The design of the park will be reviewed jointly by the Port and Redevelopment Agency. The lease agreement also reserves for the Port 20,000 sq. ft. for a restaurant instead of 12,000 sq. ft. originally planned. The restaurant itself would still be 12,000 sq.ft.; the other 8,000 sq.ft. will serve as support for the restaurant. Additionally, the Redevelopment Agency has also provided an option to lease Site 347S for 50 years. Lot 347S is presently owned by the Port and is directly in front of where the Gap building will be built. When the Redevelopment Agency exercises the option, the Port will be paid $1 million. He called the Commission's attention to pages 4 and 5. On page 5, the option was mischaracterized as a rent payment for $1 million when it is an option payment as described on page 4. The rest of the terms are set forth in the package.

Commissioner Halsted congratulated all parties involved for coming together to reach an agreement on this lease.

Commissioner O'Neill inquired whether an EIR is required and the scheduled completion date of the park. Legal Counsel Julie Van Nostern replied that an EIR has been done. Mr. Bouey replied that the Redevelopment Agency has until to the year 2005 to take down the parcel; realistically the Port expects the option to be exercised in 1998 or, at the latest, 1999. With regard to the restaurant, the Port will attempt to build it at the same time that the park is being built; if not, soon after.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

D. Approval of Memorandum of Understanding between the Port of San Francisco and the Chief Administrative Officer for Property located on Lots 7, 8, 8A, 9 and 10 of Assessors Block 3472. (Resolution No. 95-50)

Mr. Bouey stated that within the Rincon Point park site, the Port owns a parcel that was transferred from the state to the city. The purpose of this MOU is to transfer that parcel to the Port so that it has total control of the park area. The MOU provides that between the transfer of that parcel to the Port and the time it is actually developed, the Port give a pro-rata share of any revenue back to the City. Thereafter, once the park is developed, there will be no other revenues due the City.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

7. PLANNING & DEVELOPMENT

A. Resolution to the San Francisco Public Transportation Commission requesting that continuous street-car service be provided on the surface of the Embarcadero, by constructing tracks between the F-Line, which runs from the Ferry Building northward, to the MMX Line, which runs on the surface from Folsom Street southward. (Resolution No. 95-44)

Mr. Bouey requested that the Commission set a policy with regard to continuous street-car service and communicate that to all public agencies of the City and County of San Francisco. The Muni Railway, now a part of the Transportation Commission, has embarked on a series of mass transportation improvements that affect the waterfront. A number of these improvements are based on information that was solicited prior to the earthquake in 1989 and no longer forms the basis for a progressive mass transportation program that best serves the residents and those who visit the waterfront. Our concern is for those who visit the waterfront who will not be provided the opportunity for continuous transportation along the Embarcadero. Port staff is requesting that the Muni Railway re-examine their plan and implement changes now that will allow for continuous transportation along the waterfront. One of our immediate concerns is that the F-Line, which will be made up of historic trolleys, and the MMX line which will use the new cars built by BREDA have different loading platforms and cannot be used interchangeably. Modifications can be made to those platforms now. Mr. Bouey pointed out it was the desire of the Waterfront Advisory Board to have continuous transportation along the waterfront and read the following paragraph from the Draft Waterfront Land Use Plan: "The Port should promote a direct, continuous transit line between the northern and southern waterfront and in particular, between the F-Line and Muni Metro extension. Direct extension lines along the Embarcadero that do not require transfers encourage the public to use transit rather than their cars."

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

8. ADMINISTRATION

9. CONSENT CALENDAR

ACTION: Commissioner Halsted moved approval to remove Items 9A and 9C from the Consent Calendar for the purpose of discussion. Commissioner Lee seconded the motion. All Commissioners were in favor.

A. Approval of Assignment of 50% Interest in Lease No. L-11915 from Hum Baby Associates to Transamerica Properties, Inc. at Bryant Street and The Embarcadero (Resolution No. 95-51)

Commissioner Cook requested to recuse himself from voting on this item because the City Attorney has determined that since one of the parties does business with his company, it may be or is a potential conflict of interest pursuant to Section 1090 of the California Government Code.

ACTION: Commissioner Halsted moved to approve Commissioner Cook's recusal to vote on this resolution. Commissioner Lee seconded the motion. All

Commissioners were in favor. Commissioner Cook was recused from voting on this item.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval of Landlord's Subordination and Consent Agreement for Conifer Crent Company at Pier 31. (Resolution No. 95-52)

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Authorization to advertise for bid for construction Contract No. 2611, "Ferry Plaza and Pier 27/29 Earthquake Damage Repair Project." (Resolution No. 95-53)

Mr. Bouey stated that staff worked with FEMA to obtain additional funding for additional repairs to Piers 27/29. The original estimate provided by FEMA was $800,000. The new estimate is $5 million. The purpose of this recommendation is for the Commission to authorize staff to advertise for bids.

Commissioner O'Neill was concerned about the jump from $800,000 to $5 million. Mr. Bouey replied that all along the Port felt that the damage was substantially more than $800,000 but it required additional investigation and FEMA would not authorize that money until such investigation was performed. Once performed, FEMA realized that our position was correct; they authorized the increase from $800,000 to $5 million. Commissioner O'Neill hoped that when this goes out to bid, local firms will have an opportunity to bid and be considered for this type of work. Mr. Bouey stated that local businesses receive a 5% preference and MBE/WBE firms receive a 10% preference. However, to get the preference, LBE, MBE, & WBE's must be registered with the Human Rights Commission.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

D. Approval of Travel for one Port representative to attend the Breakbulk Transpo '95 in New Orleans, Louisiana. (Resolution No. 95-55)

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

10. NEW BUSINESS

Commissioner Cook announced that under new business is the opportunity for public comments on any issues within the Port's jurisdiction.

11. EXECUTIVE SESSION

At 4:35 p.m., Port Legal Counsel Julie Van Nostern announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property:

(1) Alioto's #8 - 8 Fisherman's Wharf
(2) Alioto Fish Company - 160 Jefferson Street
(3) Castagnola's Restaurant - 286 Jefferson Street
(4) Cory Gallery - 360 Jefferson Street
(5) Cresci Brothers - 2 Fisherman's Wharf
(6) Exposition Fish Grotto - 160 Jefferson Street
(7) Fisherman's Grotto - 9 Fisherman's Wharf
(8) Franciscan Restaurant - Pier 43 ½
(9) Guardino's - 2801 Taylor Street
(10) Nick's Lighthouse - Fisherman's Wharf/Taylor Street
(11) Sabella & LaTorre - 2809 Taylor Street
(12) Tarantino's - 260 Jefferson Street
(13) Fish Alley Bar & Grill - 400 Jefferson Street
(14) Fog City Diner - SWL 319/320
(15) Franceschi's Restaurant - 498 Jefferson Street
(16) Pompeii's - 340 Jefferson Street
(17) Sinbad's - Pier 2

Person Negotiating:
Port Representative - Dennis Bouey
Fish Alley Bar & Grill - Sanford Cohen
Fog City Diner - William Higgins
Franceschi's Restaurant - Mario Alioto
Pompeii's - Nancy Conyers
Sinbad's - Thomas Stinson
All Others (Ref. Nos. 1 thru 12) - James Reuben

An executive session has been calendared to discuss renegotiations of lease terms of the above-listed Port properties. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

C. CONFERENCE REGARDING LITIGATION MATTERS

(1) CCSF v. 88 San Francisco Heritage
Chapter 11 Case No. 95-3-1074 TC
Superior Court No. 968-318 & 968-319

(2) CCSF v. Pier 32 Market, Inc., a California Corporation
Superior Court No. 969-872

D. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

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SAN FRANCISCO PORT COMMISSION

SPECIAL MEETING
5:00 P.M., TUESDAY, JUNE 13, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

AGENDA

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1. **ROLL CALL**

2. **EXECUTIVE SESSION**

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lots 327, 347S, 348 and Embarcadero Right of Way (at Folsom Street) - also known as Rincon Point Park
Person Negotiating: Port representative: Dennis Bouey, Executive Director
Redevelopment Agency Representative: Clifford Graves, Executive Director

An executive session has been calendared to discuss real property negotiations between the Port of San Francisco and the San Francisco Redevelopment Agency regarding Rincon Point Park. This is specifically authorized under California Government Code Section 54956.8.

3. **ADJOURNMENT**

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items.

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

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The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

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SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE SPECIAL MEETING
JUNE 13, 1995

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1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 5:50 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted and Francis O'Neill. Commissioner Hardeman was not present.

2. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lots 327, 347S, 348 and Embarcadero Right of Way (at Folsom Street) - also known as Rincon Point Park
Person Negotiating: Port representative: Dennis Bouey, Executive Director
Redevelopment Agency Representative: Clifford Graves, Executive Director

An executive session has been calendared to discuss real property negotiations between the Port of San Francisco and the San Francisco Redevelopment Agency regarding Rincon Point Park. This is specifically authorized under California Government Code Section 54956.8.

3. ADJOURNMENT

There being no item of necessity to be discussed, Commissioner Preston Cook adjourned the meeting at 5:55 p.m.

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

E. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, and O'Neill returned from executive session and convened in public session at 5:45 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner Lee seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 5:50 p.m.

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27/95

SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, JUNE 27, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - June 13, 1995 Regular Meeting
   - June 13, 1995 Special Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

   A. Approval of street artist spaces on Port property along Jefferson Street between Jones and Hyde Streets. (Resolution No. 95-56)

   B. Approval of indemnity provision with Andrew Associates regarding management of Roundhouse Plaza located at Lombard and Sansome Streets. (Resolution No. 95-57)

   C. Approval of First Amendment to Lease between the Port and Allright Parking, Inc.; and Authorization to issue a competitive bid for parking operations at a site comprised of three Embarcadero Median Lots. (Resolution No. 95-58)

   D. Approval of the Third Amendment to Option to Lease Real Property and Second Amendment to Leases between the Port and the San Francisco Redevelopment Agency. (Resolution No. 95-30)

6. **FACILITIES & OPERATIONS**

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Approval of Declaration of Emergency for fire fighting assistance at Seawall Lot 337. (Resolution No. 95-54)

10. **NEW BUSINESS / PUBLIC COMMENT**

11. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

This session is closed to any non-Port representative.

B. CONFERENCE REGARDING LITIGATION MATTERS

(1) CCSF v. Pier 32 Market, Inc., a California Corporation
Superior Court No. 969-872

C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

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MEMORANDUM

June 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of street artists spaces on Port property along Jefferson Street between Jones and Hyde Streets.

DIRECTOR'S RECOMMENDATION: APPROVE STREET ARTISTS SPACES SUBJECT TO THE STREET ARTIST ORDINANCE AND ADDITIONAL RESTRICTIONS.

Background

In 1975 the San Francisco voters approved Proposition L which allowed certified street artists to sell arts and crafts in designated spaces on public sidewalks. As there were a number of different City ordinances related to street artists (in addition to Proposition L), a comprehensive Street Artist Ordinance was adopted in 1983 by the Board of Supervisors. This ordinance established a self-supporting Street Artists Program for certifying and regulating street artists under the control of the Art Commission. It also provided that, while spaces for street artists are to be designated by the Board of Supervisors, designation of any spaces in public places under the jurisdiction of a commission, such as the Port Commission, is subject to the approval of that commission, including the imposition of additional or different rules and regulations. Pursuant to this Street Artists Ordinance, the Board of Supervisors approved 15 Street Artist Spaces on Port property, along Jefferson Street at Fisherman's Wharf, which are shown on the attached site plans.

One of the regulations of the Street Artist Ordinance is that no Street Artist Space shall be located within 12 feet of an outer edge of an entrance to any building. Last year, a tenant of the Cannery installed a door in its store front which was located within 12 feet of two

THIS PRINT COVERS CALENDAR ITEM NO. 5A

existing Street Artist Spaces--Spaces J-8 and J-9. The Street Artist Program was then requested to abandon these two spaces because they violated Section 2405(c) (6) of the Street Artist Ordinance, and the Street Artists Program complied with this request. However, Spaces J-8 and J-9 were among the most desirable in the Street Artists Program, and the Street Artists Program has requested that the Port permit the use of these two spaces.

Proposed Rules Regulating Street Artists on Port Property

Staff recommends that the Port Commission now approve the 15 Street Artist Spaces on Port property, including Spaces J-8 and J-9. This approval shall be conditioned upon the following:

1. Use of the Street Artist Spaces shall be in compliance with all of the provisions of the Street Artist Ordinance, except that administration of the Street Artists Program by its Program Director on Port property shall be subject to the authority and oversight of the Port's Executive Director or his designee. The Program Director shall report to the Port Executive Director or his designee as requested.

2. Use of the Street Artist Spaces shall also be in compliance with the following restrictions, which are in addition to those contained in Section 2405(c) of the Street Artist Ordinance:

    a. No displays, tables, etc. are to be left on spaces between 12 midnight and 6 AM, with the space free of any obstruction during these hours;

    b. The spaces must be left clean and free of debris on a daily basis;

    c. Displays must be confined to the boundaries of the spaces and shall not encroach upon or interfere in any way with pedestrian traffic on the sidewalks;

    d. Street artists shall not use metered parking spaces for longer than the posted time limits and shall not interfere with the use of metered parking spaces by the public; and

    e. Street artists shall comply with all applicable laws, rules and regulations of the Port governing their use of the Street Artist Spaces on Port property. In the event a designated Port property manager determines that a street artist on Port property has violated such applicable laws, rules and regulations, such violator shall be given written notice of the violation. In the event of two or more violations, such violator shall be denied the ability to participate in the lottery for Street Artist Spaces on Port property for the twelve month period following such notice of violation. Any street artist receiving a notice of violation shall have the opportunity for a hearing on the notice of violation before the Port Executive Director or his designated director who may act in the place of the Executive Director as the hearing officer. Three or more violations received within any twelve month period shall be grounds for permanent forfeiture of the street artist rights to locate on Port property.

3. The Port Commission through its Executive Director or his designee reserves the right to cancel use of some or all of the Street Artist Spaces on Port property if street artists fail to comply with the above regulations.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

G:\gendass\ars.mem\KB\cp\June 6, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-56

WHEREAS, Charter Section 3.581 empowers the Port Commission with power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco, including the exclusive power to grant franchises, leases, permits, licenses, and privileges of Port land; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, In 1983, the San Francisco Board of Supervisors adopted a comprehensive Street Artist Ordinance as Article 24 of the San Francisco Municipal Police Code, which established a self-supporting Street Artists Program for certifying and regulating street artists under the Art Commission;

WHEREAS, the Street Artist Ordinance empowers the Board of Supervisors to designate spaces for street artists, provided that designation of any spaces in public places under the jurisdiction of a commission is subject to the approval of that commission, including the imposition of additional or different rules and regulations

WHEREAS, the Board of Supervisors has approved 15 Street Artist spaces on Port property, located on Port property, along Jefferson Street at Fisherman's Wharf as indicated on the site plans attached hereto as Exhibit 1; and

WHEREAS, Spaces J-8 and J-9 are located within 12 feet of the outer edge of a new doorway installed by one of the tenants of the Cannery, and are therefore in violation of Street Artist Ordinance Section 2405(c)(6), the Commission has determined that such spaces do not interfere with the ingress and egress from such doorway; and desires to exempt such spaces from the restrictions of Section

2405(c)(6); and

WHEREAS, in exercising its exclusive control and jurisdiction over the property, the Port Commission desires to adopt additional rules and regulations governing the use of the Street Artist Spaces on Port property; and

WHEREAS, in light of the Port's land use planning efforts with regard to the San Francisco waterfront, the Commission desires that Port staff study the location of the Street Artist Spaces approved hereunder, and to make recommendations in the future to the Commission regarding location and regulation of the Street Artists on Port property; now therefore be it

RESOLVED, that the Port Commission hereby approves the location of Street Artist spaces on Port property as shown on Exhibit 1 attached hereto, subject to the provisions of the Street Artist Ordinance, as modified and further restricted in the Memorandum of Agenda Item 5A for the Port Commission Meeting on June 27, 1995, a copy of which is on file with the Secretary of the Port Commission; and be it further

RESOLVED, that the Commission exempts Spaces J-8 and J-9 from Street Artist Ordinance Section 2405(c)(6) which requires a 12 foot distance from building entryways, and finds that such exemption will not be inconsistent with or interfere with the purposes of the regulation from which the area is exempted; and be it further

RESOLVED, that Port staff is hereby directed to study the location of the Street Artist Spaces approved hereby and to make recommendations to the Commission in the future as to possible alternate locations and regulations of Street Artist Spaces on Port property as appropriate.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 27, 1995.

Secretary

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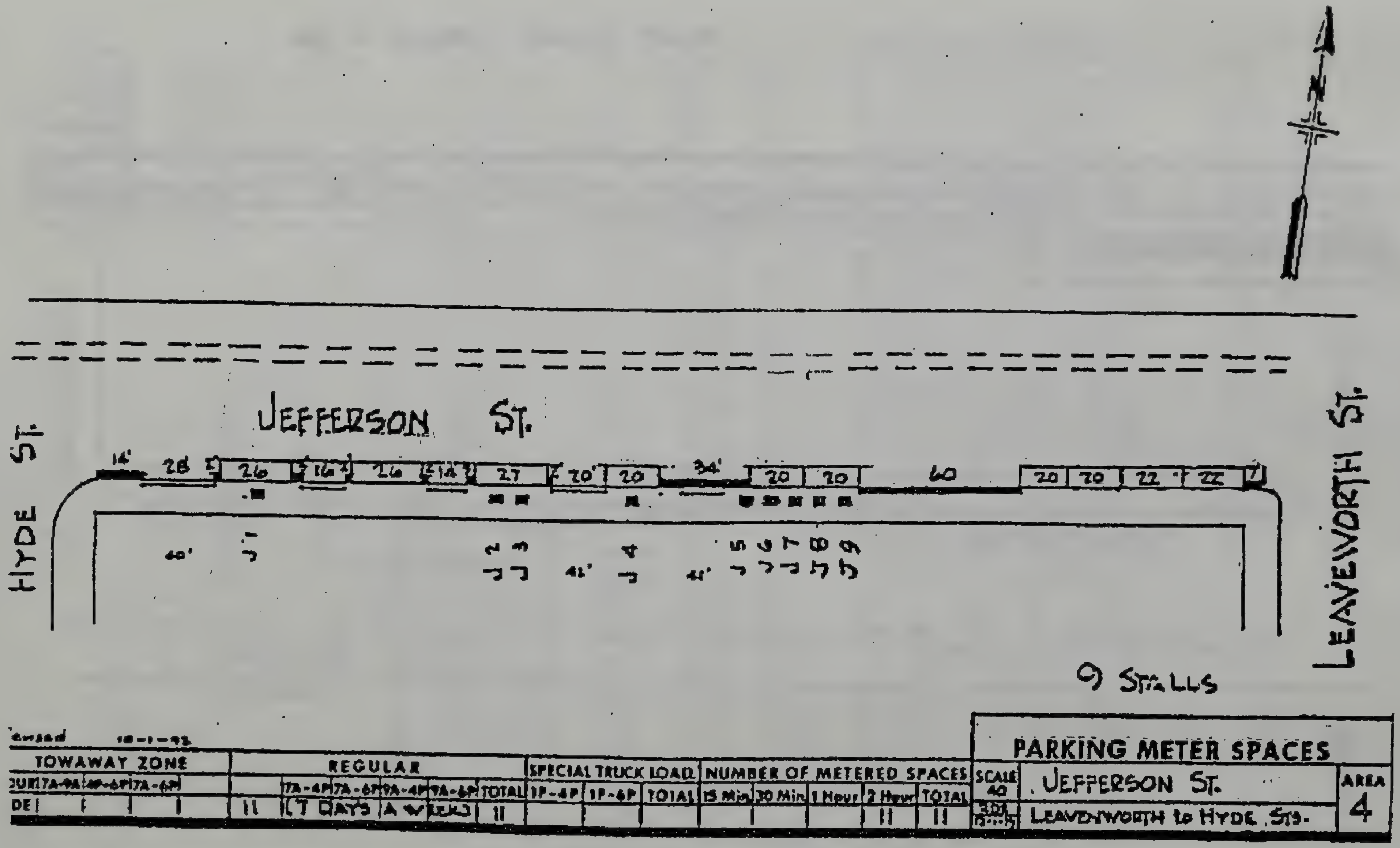
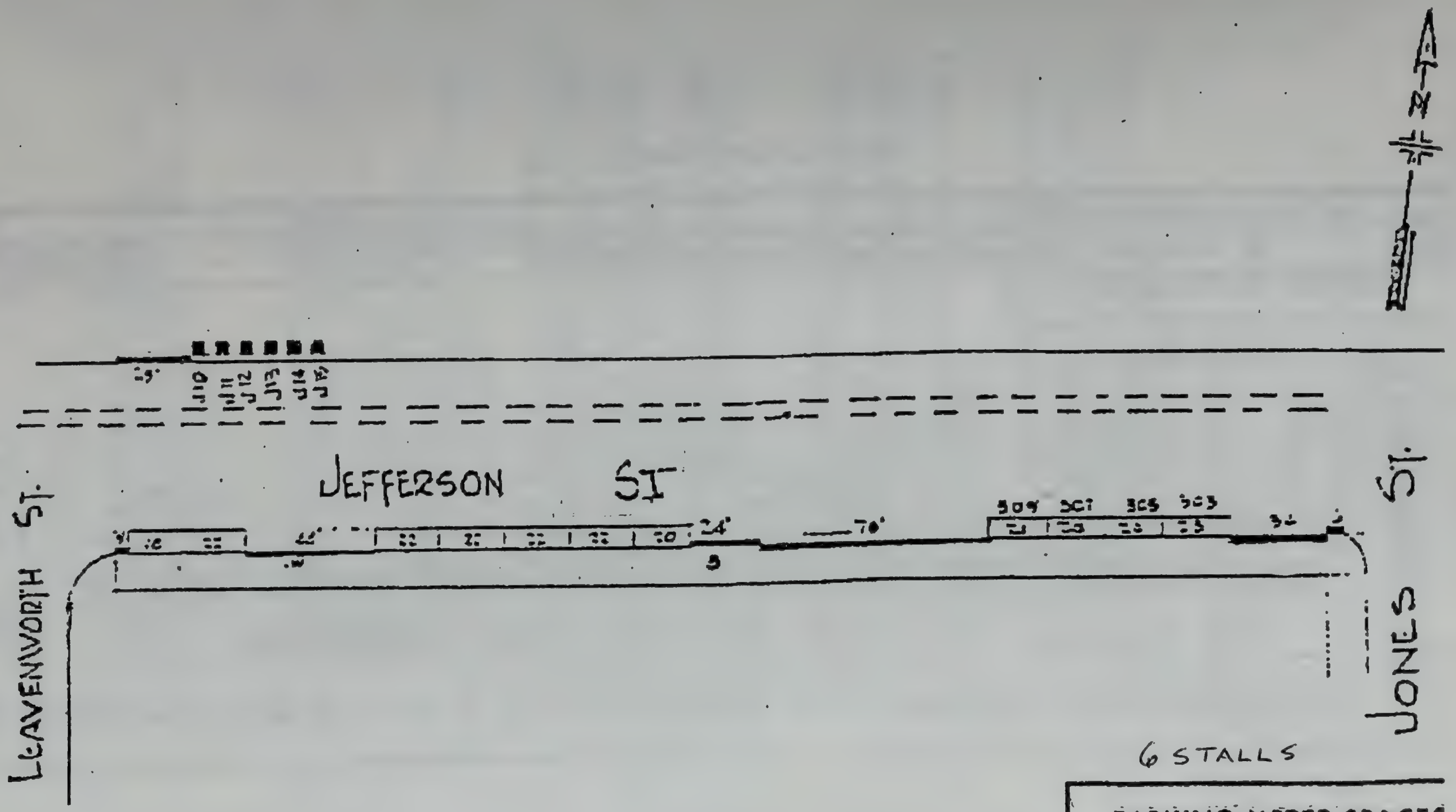

HYDE ST.
JEFFERSON ST.
LEAVEWORTH ST.
14'
28
26
16
26
14
27
20'
20
34'
20
20
60
20
20
22
22
7
40'
J 1
J 2
J 3
41'
J 4
41'
J 5
J 6
J 7
J 8
J 9
9 STALLS
N
Revised 10-1-93
TOWAWAY ZONE
REGULAR
7A-4P
7A-6P
9A-4P
9A-6P
TOTAL
11
(7 DAYS A WEEK)
SPECIAL TRUCK LOAD
1P-4P
1P-6P
TOTAL
NUMBER OF METERED SPACES
15 Min
30 Min
1 Hour
2 Hour
TOTAL
11
PARKING METER SPACES
SCALE 40
JEFFERSON ST.
LEAVENWORTH to HYDE STS.
AREA 4

■ = STREET ARTIST SPACE.

EXHIBIT 1


LEAVENWORTH ST.
JEFFERSON ST
JONES ST.
29'
J10
J11
J12
J13
J14
J15
44'
24'
9
70'
309
307
305
303
34'
6 STALLS
N

TOWAWAY ZONE				REGULAR						SPECIAL TRUCK LOAD			NUMBER OF METERED SPACES				
HOUR	7A-9A	4P-6P	7A-6P		7A-4P	7A-6P	9A-4P	9A-6P	TOTAL	1P-4P	1P-6P	TOTAL	15 Min	30 Min	1 Hour	2 Hour	TOTAL
SIDE				13	(7 DAYS A WEEK)				13							13	13

PARKING METER SPACES

SCALE 60

JEFFERSON ST. (300)

[illegible]

JONES' TO LEAVENWORTH STS

■ = STREET ARTIST SPACE

PORT OF SAN FRANCISCO

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MEMORANDUM

June 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of indemnity provision with Andrew Associates regarding management of Roundhouse Plaza located at Lombard and Sansome Streets.

DIRECTOR'S RECOMMENDATION: APPROVE INDEMNITY PROVISION WITH ANDREW ASSOCIATES.

In 1982, the Port entered into a ground lease (Port Lease No. L-10598) for Seawall Lot 318, which is bounded by Lombard Street, Sansome Street and The Embarcadero. Pursuant to this ground lease, the Tenant developed the Roundhouse Plaza office complex ("Roundhouse"), containing approximately 42,000 square feet in three buildings. Tenant fell behind in its rent payments to the Port, with the delinquent amount owed the Port exceeding $1 million. The Port met with Tenant in an attempt to resolve this delinquency, but these negotiations were unsuccessful. The Port therefore initiated legal action in March, 1995, including the appointment of a receiver, Andrew Associates. Tenant then filed for bankruptcy. The United States Bankruptcy Court subsequently directed that the ground lease be terminated effective May 30, 1995, with the ownership of Roundhouse Plaza reverting to the Port on that date.

THIS PRINT COVERS CALENDAR ITEM NO. 5B

The Port retained Andrew Associates, to assume the property management responsibilities of Roundhouse on an interim basis while the Port evaluates the permanent management disposition of the property. The primary assignment of Andrew Associates, which has extensive experience taking over commercial properties in adverse situations, will be to ensure the interrupted operation of Roundhouse and a smooth transition of its management. The term of the management agreement is month-to-month.

It is customary that property management contracts with firms taking over management responsibilities in such an adverse situation include an indemnity provision in favor of the property manager. However, pursuant to the San Francisco City Charter, the Port cannot enter into an indemnification agreement without the approval of the Port Commission and the San Francisco Board of Supervisors. Andrew Associates entered into the management agreement with the Port for Roundhouse which excludes an indemnity provision, but with the understanding that a resolution approving the inclusion of an indemnification provision into the management agreement would be submitted to the Port Commission for its approval and would then be submitted to the Board of Supervisors for its approval. Pursuant to this understanding, a resolution approving the inclusion of a specific indemnification provision is now being submitted to the Port Commission for its approval.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

G:\agendas\andrew.mem\KB|cp\June 12, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO
RESOLUTION NO. 95-57

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, the United States Bankruptcy Court has directed that Port Lease No. L-10598, regarding Roundhouse Plaza located on Seawall Lot 318 ("Roundhouse"), be terminated effective May 30, 1995; and

WHEREAS, the Port has retained Andrew Associates ("Agent") to handle the interim property management responsibilities of Roundhouse to ensure its uninterrupted operation; and

WHEREAS, property management agreements for such interim property management assignments customarily include an indemnity provision, and Andrew Associates requests the inclusion of such a provision in the management agreement; and

WHEREAS, in order to include such an indemnification provision, the provision must be first approved by the Port Commission and the San Francisco Board of Supervisors; therefore be it

RESOLVED, that the Commission authorizes the Port Executive Director to sign, subject to approval first being obtained from the San Francisco Board of Supervisors, the following indemnification provision between the Port and Agent regarding the Agent's management of Roundhouse:

"Owner shall, to the fullest extent permitted by law, indemnify, defend and hold Agent harmless from and against any and all claims, costs, expenses, judgements and liabilities, including reasonable attorneys' fees, arising out of or in connection with Roundhouse and/or the performance of Agent's obligations under this Agreement, except for negligent acts of Agent ("Acts of Negligence"), acts of Agent taken outside of the scope of Agent's employment under this Agreement ("Unauthorized Acts") and acts of willful misconduct by Agent ("Willful Misconduct"). Agent shall to the fullest extent permitted by law, indemnify, defend and hold Owner harmless from and against any and all claims, costs, expenses, judgements and liabilities, including attorneys' fees, arising out of or in connection with Agent's Acts of Negligence, Unauthorized Acts and Willful Misconduct."

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 27, 1995

Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 21, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Approval of First Amendment to Lease between the Port and Allright Parking, Inc.; and Authorization to issue a competitive bid for parking operations at a site comprised of three Embarcadero Median Lots.

DIRECTOR'S RECOMMENDATION: APPROVE AMENDMENT TO LEASE WITH ALLRIGHT PARKING, INC., AND AUTHORIZE STAFF TO OFFER THREE EMBARCADERO MEDIAN LOTS FOR PARKING THROUGH COMPETITIVE BIDDING.

Background

The Port currently operates public parking on the Embarcadero Median Lots E, F, and G ("Median Lots") on weekdays, which operation generates approximately $20,000 per month. On the weekends, the Median Lots are leased to Allright Parking, Inc. ("Allright") for parking under lease L-11869 through January 31, 1997, which lease generates approximately $1,250 per month in percentage rent based on 67.5% of gross sales net of San Francisco Parking Taxes. In order to increase revenues to the Port, Staff desires to offer the Median Lots through competitive bid for a 7-day operation, however the remaining term of lease L-11869 restricts the bid offering to weekday possession. Staff believes this severely devalues the bid.

Lease L-11869 also provides that Allright be available to operate various other lots for the Port on an interim basis. Allright is currently operating Seawall Lot 330 ("SWL 330"), comprised of 124,065 square feet of paved land, on an interim basis due to the default of the previous operator.

THIS PRINT COVERS CALENDAR ITEM NO. 5C

In doing so, Allright incurred approximately $40,000 in start-up costs to equip SWL 330 with shuttle buses so that it could transport its parking customers to the Financial District. Allright operates SWL 330 under the same terms (67.5% of gross sales net of parking taxes) except they exclude the income received for shuttle bus service from gross receipts since the service is run on a break-even basis.

The duplicative operations which would occur if two parking operators leased the Median Lots for alternating portions of each week makes the competitive bid of the Median Lots impractical. Staff is proposing that Allright relinquish its weekend possession of the Median Lots. In consideration for this concession and given the start-up costs Allright incurred at SWL 330, Staff proposes that Allright continue operations at SWL 330 through January 31, 1997, the balance of the term under lease L-11869 and the approximate remaining term of the failed parking lease awarded in early 1994. This would be accomplished by an amendment to the lease.

Proposed Amendment (Allright Lease L-11869)

- Substitute SWL 330 for the Median Lots as the Premises (Attachment A)
- Add a minimum rent of $22,000 per month versus the percentage rent
- Add shuttle bus revenue to the definition of exclusions to Gross Sales

Except for these modifications, all other terms of the lease would remain unchanged.

Proposed Competitive Bid (Median Lots E, F, and G)

Premises:	Approx. 66,641 square feet of paved land (Attachment B)
Term:	Eighteen months
Minimum Acceptable Bid:	$20,000 per month ($ .30/sf)
Rent Adjustment:	Annual CPI Adjustment
Temporary Recapture:	Port retains the right to temporarily recapture all or portions of the Median Lots for special events.

The successful bidder will be the bidder proposing the highest monthly rent and who meets the minimum experience qualifications.

While it is Port policy to offer business opportunity sites through competitive bidding, given the impracticality of bidding the Median Lots on a 5-day basis and given the potential revenue which would be generated should they be bid on a 7-day basis, Staff requests that SWL 330 be excepted from the bid policy at this time in order to regain possession of the Median Lots. Staff would subsequently plan to competitively bid SWL 330 no later than November 1, 1996 to be effective February 1, 1997 under terms and conditions to be approved by the Port Commission.

ECONOMICALLY DISADVANTAGED BUSINESS PARTICIPATION

The Port Commission is interested in encouraging the participation of minority-owned and economically disadvantaged businesses in the bid for the parking lot lease. Port staff is consulting with the Human Rights Commission staff and the City Attorney's office to determine an appropriate method for meeting this goal.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-58

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, it is the Port's policy to competitively bid all business opportunity sites if it is practical and feasible; and

WHEREAS, the Port has an immediate need to generate revenue; and

WHEREAS, the Port wishes to offer the Embarcadero Median Lots E, F and G (the "Median Lots") through competitive bidding for an eighteen month lease term in order to maximize the revenue generated from the Median Lots; and

WHEREAS, Allright Parking, Inc., leases certain real property designated as the Median Lots under lease L-11869 through January 31, 1997 for surface public parking on the weekends; and

WHEREAS, lease L-11869 also provides that Allright Parking shall operate various other parking lots for the Port on an interim basis upon written request by the Port; and

WHEREAS, pursuant to Port request, Allright Parking is currently operating Seawall Lot 330 on an interim basis; and

WHEREAS, Port staff has negotiated with Allright Parking to amend lease L-11869 to modify the Premises description whereby Allright would relinquish its possession of the Median Lots in consideration for gaining possession of Seawall Lot 330 through January 31, 1997, the remainder of the term of said lease; therefore be it

RESOLVED, that the Port Commission finds that application of the competitive bidding procedure to the Median Lots with a term limited to weekdays only would be impractical; and be it further

RESOLVED that the Port Commission finds that it is in the best interest of all parties to modify lease L-11869 between Allright Parking and the Port in order to offer the Median Lots through competitive bid for continuous possession under an eighteen (18) month term; and be it further

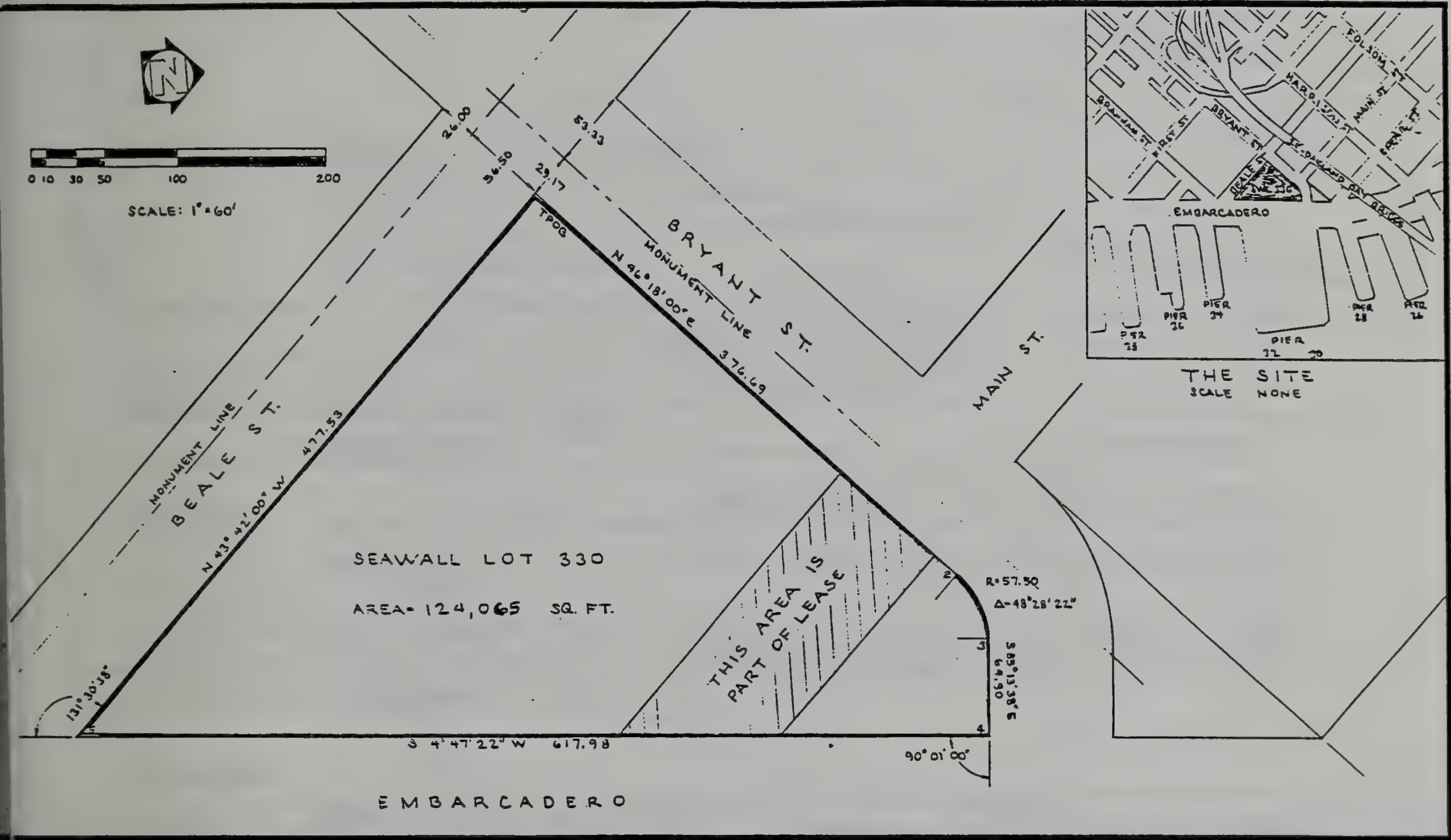
RESOLVED that the Port Commission approves and authorizes the Executive Director to enter into an amendment to lease L-11869 between Allright Parking Inc. and the Port under the terms and conditions set forth in the Agenda Summary Item No. 5C at its meeting on June 27, 1995 as approved as to form by the City Attorney; and be it further

RESOLVED that the Port Commission authorizes Staff to issue a competitive bid package for the Median Lots under the terms and conditions set forth in the Agenda Summary Item No. 5C at its meeting on June 27, 1995 as approved as to form by the City Attorney.

I HEREBY CERTIFY that the foregoing resolution was approved by the San Francisco Port Commission on June 27, 1995.

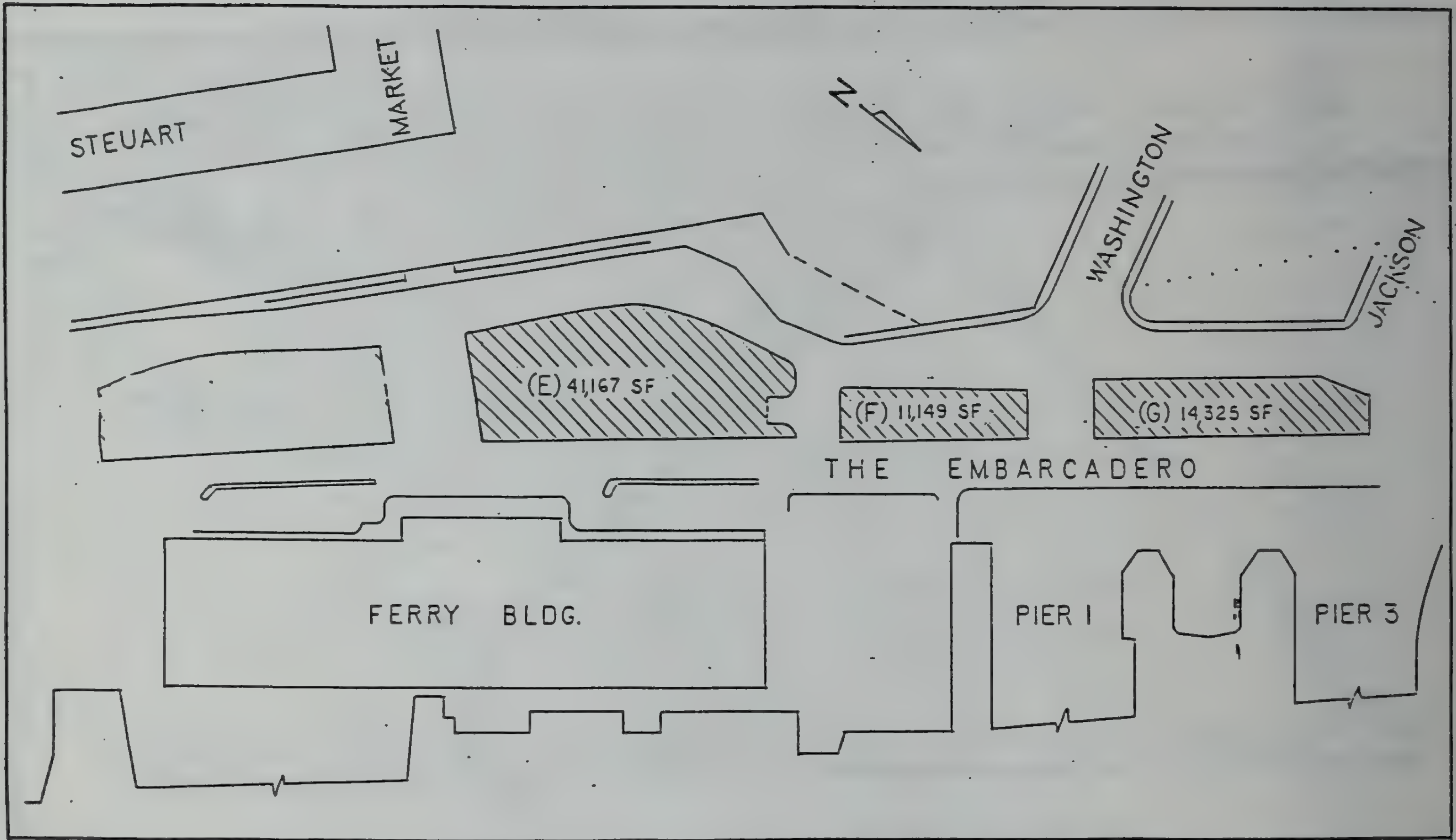
Commission Secretary

g:\tenant\agendas\medlots.mem\DA\jef\June 19, 1995


N
0 10 30 50 100 200
SCALE: 1"=60'
26.00
36.50
53.33
29.17
TPOB
BRYANT ST.
MONUMENT LINE
N 46°18'00"E
376.69
MAIN ST.
MONUMENT LINE
BEALE ST.
N 43°42'00" W 477.53
131°30'38"
SEAWALL LOT 330
AREA= 124,065 SQ. FT.
THIS AREA IS PART OF LEASE
R=57.50
Δ=48°28'22"
2
3
4
S85°13'38"E 64.90
S 4°47'22" W 617.98
90°01'00"
EMBARCADERO
FOLSOM ST
HARRISON ST
MAIN ST
SPEAR ST
BRANNAN ST
FIRST ST
BRYANT ST
BEALE ST
S.F.-OAKLAND BAY BRIDGE
EMBARCADERO
PIER 38
PIER 36
PIER 34
PIER 32 30
PIER 28
PIER 26
THE SITE
SCALE NONE

APPROVED BY SAN FRANCISCO PORT COMMISSION DATE ________ CHIEF HARBOR ENGINEER	SAN FRANCISCO PORT COMMISSION PORT OF SAN FRANCISCO DEPARTMENT OF ENGINEERING	EXHIBIT A SEAWALL LOT 330	DESIGNED BY: DRAWN BY: ECC CONTRACT NO. DRAWING NO.	CHECKED BY: DATE: MAR 17 1995 SCALE: AS SHOWN SHEET NO. OF SHEETS

ATTACHMENT A


STEUART
MARKET
N
WASHINGTON
JACKSON
(E) 41,167 SF
(F) 11,149 SF
(G) 14,325 SF
THE EMBARCADERO
FERRY BLDG.
PIER 1
PIER 3

NO.	DATE	DESCRIPTION	BY

TABLE OF CHANGES
CHECK TRACING FOR LATEST REVISION

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

____
CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

DESIGNED BY:	CHECKED BY:
DRAWN BY: GBD	DATE: 6-8-94
CONTRACT NO.	SCALE:
DRAWING NO. 4023-0-0000	SHEET NO. OF SHEETS

ATTACHMENT B

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

June 21, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of the Third Amendment to Option to Lease Real Property and Second Amendment to Leases between the Port and San Francisco Redevelopment Agency

DIRECTOR'S RECOMMENDATION: APPROVE AMENDMENT TO OPTION TO LEASE REAL PROPERTY AND AMENDMENT TO LEASES BETWEEN THE PORT AND SAN FRANCISCO REDEVELOPMENT AGENCY

Background

The Port Commission ("Port") leases ten parcels of real property to the San Francisco Redevelopment Agency ("Agency") pursuant to an Option to Lease Real Property ("Option"). The Agency subsequently subleases the parcels to developers as part of the Rincon Point/South Beach Redevelopment Project Area. The Option requires all end users of the Premises, whether the subtenant or a sublessee of the subtenant, to pay the Agency a percentage of adjusted gross sales at a rate of eight percent (8%) for all food sales and ten percent (10%) for all other sales. Recent data on the retail leasing market indicates that these fixed percentage rates no longer reflect market conditions in the South Beach Harbor area. This divergence from market has impeded

THIS PRINT COVERS CALENDAR ITEM NO. 5D

the Agency's ability, and that of their sublessee end users, to lease the retail space. With the exception of the businesses operated by the Delancey Street Foundation, which are not required to pay a minimum rent, the Agency has proposed an amendment to the Option Agreement and the subsequent leases to include market rate rent clauses.

Proposed Amendment

Full Service Restaurants

The proposed amendment would provide that any sublease(s) for full service restaurants shall require the sublessee to pay percentage rent of seven percent (7%) of gross sales until such time that the Port either increases or decreases its standard percentage rent requirement.

Other Retail Uses

The amendment would require any sublessee to pay market rate rent (which includes appropriate minimum and/or percentage rents) which is defined as rental terms currently being obtained in the open market for comparable types of businesses renting space in similar neighborhood retail locations when taking into account all material factors.

Port approval is necessary for each retail sublease. The Agency would submit to the Port a non-binding letter of intent to lease and a term sheet summarizing all material sublease terms. The Port would have ten business days to approve or disapprove the sublease. The Port may require a third party written confirmation of the proposed market terms. If the Port disapproves the proposed terms, such disapproval shall be accompanied by market data supporting the Port's opinion of market terms.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO
RESOLUTION NO. 95-30

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, the City and County of San Francisco, acting by and through the San Francisco Port Commission ("Port") and the Redevelopment Agency of the City and County of San Francisco ("Agency") are parties to the Option to Lease Real Property numbered O-10898 (the "Option") and those certain leases numbered L-10892, L-10891, L-11183, L-11110, L-11337, L-11409, L-11426, L-11595, L-11639 and L-11694 (collectively, the " Leases"); and

WHEREAS, the Option and Leases provide for percentage rent to be paid to the Agency by its sublessee(s) at fixed rates of eight percent (8%) for food and ten percent (10%) for all other sales; and

WHEREAS, in certain cases, the percentage rent provided for in the Option and Leases exceed comparable retail market rents; therefore be it

RESOLVED, that the Port Commission hereby approves the Third Amendment to the Option and the Second Amendment to the Leases between the Port and the Agency to provide market rate rent clauses, the terms of which are set forth in the Memorandum of Agenda Item No. 5D for the Port Commission Meeting on June 27, 1995; and be it further

RESOLVED, that the Executive Director is directed to forward said Amendments to the San Francisco Board of Supervisors for its approval by ordinance; and be it further

RESOLVED, that after approval of said Amendments by the Board of Supervisors, the Executive Director or his designee is authorized and directed to diligently pursue and execute appropriate amendments to the Option and the Leases to conform with the language of Sections 1(d)(ii) and 1(l)(ii) of said Leases to the modified language regarding market rate rent set forth in Memorandum of Agenda Item No. 5D.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 27, 1995

____

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

June 21, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Seawall Lot 337, approving a Declaration of Emergency for contracted assistance to eliminate the fire hazard at 250 Terry Francois Boulevard, West Bay Resources

DIRECTOR'S RECOMMENDATION: DIRECTOR RECOMMENDS THAT THE COMMISSION APPROVE THE DECLARATION OF AN EMERGENCY TO ALLOW A CONTRACTOR TO ASSIST PORT STAFF WITH THE ELIMINATION OF A FIRE HAZARD AT SEAWALL LOT 337, 250 TERRY FRANCOIS BOULEVARD

On Monday, June 5, 1995, a major fire broke out on Port of San Francisco Seawall Lot 337, which is located between Third Street, Terry Francois Boulevard and Mission Rock Street. The fire was at a paper recycling facility operated by West Bay Resources. The San Francisco Fire Department responded to the emergency and extinguished the major part of the fire, however there were many bundles of paper that continued smoldering. The paper bundles had to be moved and broken open by Port crews for the Fire Department fire fighters to water down to eliminate the fire hazard. This work continued until approximately 9 AM the next day. It required additional construction equipment and temporary lighting. Since the Port has limited equipment, it was necessary to contract on an emergency basis.

The Port located an equipment company and had the necessary equipment delivered to complete the job. The cost will be approximately $7,000 and the funds for this emergency work are available in the Port's Operating Budget. The contractor is a local minority owned company.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9A

AGD-EMER.CJ

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-54

WHEREAS, on Monday, June 5, 1995, a major fire broke out on Port of San Francisco Seawall Lot 337, which is located between Third Street, Terry Francois Boulevard and Mission Rock Street; and

WHEREAS, the fire was at a paper recycling facility operated by West Bay Resources; and

WHEREAS, the San Francisco Fire Department responded to the emergency and extinguished the major part of the fire, however there were many bundles of paper that continued smoldering; and

WHEREAS, the San Francisco Fire Department would not consider the fire contained and directed the Port to move and break down the paper bundles to extinguish the smoldering flames to eliminate the fire hazard; and

WHEREAS an emergency contract was necessary because the Port did not own or have access to equipment required to accomplish this work; and

WHEREAS, the Port contracted on an emergency basis with a locally owned minority firm for approximately $7,000 of construction equipment and temporary lighting; and

WHEREAS, the funds for this emergency work are available in the Port's Operating Budget; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby ratify the action of the President of the Commission contained in the letter to the Controller dated June 15, 1995 and authorize the Executive Director to accept and approve the work after completion.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of June 27, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

June 15, 1995

Mr. Ed Harrington, Controller
City and County of San Francisco
Room 109, City Hall
San Francisco, CA 94102

Subject: Declaration of Emergency, Seawall Lot 337

Dear Mr. Harrington:

On Monday, June 5, 1995, a major fire broke out on Port of San Francisco Seawall Lot 337, which is located between Third Street, Terry Francois Boulevard and Mission Rock Street. The fire was at a paper recycling facility operated by West Bay Resources. The San Francisco Fire Department responded to the emergency and extinguished the major part of the fire, however there were many bundles of paper that continued smoldering. The paper bundles had to be moved and broken open by Port crews for the Fire Department fire fighters to water down to eliminate the fire hazard. This work continued until approximately 9 AM the next day. It required additional construction equipment and temporary lighting. Since the Port has limited equipment, it was necessary to contract on an emergency basis.

The Port located an equipment company and had the necessary equipment delivered to complete the job. The cost will be approximately $7,000 and the funds for this emergency work are available in the Port's Operating Budget. The contractor is a local minority owned company.

A resolution declaring the existence of this emergency will be presented to the Port Commission at its next meeting.

Very truly yours,

Preston Cook

Preston Cook
President, Port Commission

Recommended by:

Dennis P. Bouey
Executive Director

337-EMER.CJ

SF
P55
#3
6/27/95

SAN FRANCISCO PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

MINUTES OF THE MEETING
JUNE 27, 1995

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1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 4:04 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman.

2. APPROVAL OF MINUTES - June 13, 1995 Regular Meeting
- June 13, 1995 Special Meeting

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the minutes of the June 13 Regular and Special Meeting were adopted.

3. EXECUTIVE

A. Executive Director's Report

Mr. Bouey reported the following:

1) Black and White Ball: The ball was a great success at the waterfront; 12,000 people attended. Many people utilized the ferry service. Comments about the ball were quite positive. Hopes that the ball will be held at the waterfront again.

2) Fourth of July: Activities will start at 1:00 and will run through 9:30 p.m. Fireworks will start at 9:30, and will be fired off at two barges (1) Fisherman's Wharf and (2) Pier 39. There will be five stages with 20 different bands including a children's stage.

3) Leadership Award: Emilio Cruz will be honored with a Distinguished Leadership Award by Leadership San Francisco sponsored by Charles Schwab & Company and San Francisco Marriott. Mr. Cruz is deserving of the award and was congratulated by the Executive Director and the Commission.

4) Port Video: A video about the Port of San Francisco was shown to the Commission and meeting attendees. Mr. Bouey commended Carolyn MacMillan, Marketing Manager, for her creative efforts.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

A. Approval of street artist spaces on Port property along Jefferson Street between Jones and Hyde Streets. (Resolution No. 95-56)

Mr. Bouey stated that in 1983, the Board of Supervisors passed an ordinance regulating street artists. Since Port property is held in trust, the Port Commission is not subject to that ordinance. However, staff would like to bring our program in concurrence with the Board's program. A substitute resolution is presented for two of the spaces. Our program complies with the Board of Supervisors' Street Artist ordinance with the following exceptions: (1) the authority and oversight for this program is delegated to the Executive Director or his designee and (2) in addition to the sections of the Street ordinance, the following restrictions were added:

(a) No displays, tables, etc. are to be left on spaces between 12 midnight and 6 a.m.
(b) The spaces must be left clean and free of debris on a daily basis.
(c) Displays must be confined to the boundaries of the spaces and shall not encroach upon or interfere in any way with pedestrian traffic.
(d) Street artists shall not use metered parking spaces for longer than the posted time limits and shall not interfere with the use of metered parking spaces by the public.
(e) Street artists shall comply with all applicable laws, rules and regulations of the Port governing their use of the Street Artist spaces on Port property. There is a provision for sanctions if these rules should be violated.

Mr. Bouey stated that staff worked with the Art Commission on the program and believes they endorse the proposed program. Mr. Kirk Bennett, manager of Fisherman's Wharf, gave an overview of the Street Artist spaces. In discussions with the Cannery, there were some misunderstandings regarding two particular spaces (J8 and J9). Working with Howard Lazar, Director of the Street Artist Program to reach a resolution, the original 15 spaces were restored by substituting the two new locations.

Commissioner Halsted inquired whether these two locations are new. Mr. Bennett concurred. Commissioner Halsted further inquired whether these spaces are allocated for street performers. Mr. Bennett deferred this question to Mr. Howard Lazar. Commissioner Lee commented that he supports the street artist program as it is good for the Port, for the citizens of the City, the artists and the tourists. Commissioner O'Neill congratulated Mr. Bouey, Mr. Bennett and staff for amicably settling this situation to benefit everyone involved. Commissioner Halsted commented that she too supports this program but is concerned about putting large cars on the street, blocking access to the street and asked the street artist that this practice be discouraged. Commissioner Cook inquired about the rules and regulations for street artists. Mr. Bennett responded that a language was added specifically indicating that the street artists will abide by the posted parking meter limits. They will not interfere with the use of parking meters by potential customers. Commissioner Cook inquired about enforcement if parking regulations are not adhered to by the street artists. Mr. Bennett responded that the resolution provides two mechanisms that if a street artist is found to violate the rules of the program, the Port can require after the second violation that a particular street artist not be included for the lottery in Port property and a hearing procedure is provided so that it is handled properly. While the Port is now formally approving street artist on Port property, the resolution provides that the Port reserves the right to eliminate some or all of the spaces in the future if the requirements of the program and the additional regulations from the Commission are not adhered to by street artists.

Commissioner Cook inquired whether rent is assessed on any of the spaces. Mr. Bennett responded that there are no rent fees as this is a self-supporting program. The fees that the street artist pay are used to finance the program elements such as hiring off-duty officers. Mr. Howard Lazar stated in 23 years, no fees were paid for to any department for use of any City property. The officers ensure that the street artists are in their legally designated locations and that their displays conform with the regulations. They make sure that street artists and no unlicensed vendors are on the street; and they are authorized to confiscate the merchandise of unlicensed vendors. In response to Commissioner Cook's inquiry on the restrictions of what street artists can sell, Mr. Lazar stated that the law mandates that street artists may sell only works of their own creation.

Commissioner O'Neill requested Mr. Lazar to emphasize to the street artists the sanctions that applicable laws and parking meters will be monitored and they get a warning on the first offense; two, they get dropped out of the lottery; and third, they are permanently out of the program. Mr. Lazar responded that if this resolution is passed, he said that a copy of the sanctions will be distributed to all the street artists so they are aware of the regulations.

John Shaw, street artist, thanked the Port for supporting their 23-year old program. Kathy Hallinan, street artist, gave a background to the spaces and gave her history in the program and looks forward to having an interchange with the Port and is interested in having the complaints in writing so they may be addressed. She requested that the street artists be included in the Port video as they are an important fixture of the City.

Theresa Koller, street artist, felt that the withdrawal of J8 and J9 spaces was unjust. If they cannot get the two spaces back, they would like to renegotiate for spots that are more comfortable and feasible.

Fred Keyhan, owner of Crosswalk Shoes, thanked the Port for its decision on the J8 and J9 spaces. Christopher Martin, The Cannery, commended the Port for its decision and favored the recent resolution whereby new requirements of enforcing parking and debris clean-up are included. James Millard, street artist, was pleased with the Commission's comments; however, was surprised with the substitute resolution as originally there was no opposition to the two spots. In exchange for the two spaces, he proposed two other spaces by the Haight Street warehouse. Commissioner Halsted urged the street artists attention to the regulations so that the program can be extended. Commissioner Hardeman commented that he, too, supports the resolution.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval of indemnity provision with Andrew Associates regarding management of Roundhouse Plaza located at Lombard and Sansome Streets. (Resolution No. 95-57)

Mr. Bouey stated that in 1982, the Port entered into a ground lease for an area which was subsequently developed by the tenant. The tenant fell behind in its rent, declared bankruptcy, and the property was returned to the Port by the court. The Port subsequently retained Andrew Associates to assume the property management responsibilities of the Roundhouse. It is customary within the industry that property management contracts with firms taking over management responsibilities in adverse situations include an indemnity provision in favor of the property manager. The Port seldom grants indemnity provisions but in this particular situation, it is proper and both called for.

Commissioner O'Neill made a correction on the second page of the memorandum to state "uninterrupted" operation instead of "interrupted."

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Approval of First Amendment to Lease between the Port and Allright Parking, Inc.; and Authorization to issue a competitive bid for parking operations at a site comprised of three Embarcadero Median Lots. (Resolution No. 95-58)

Mr. Bouey stated that a year ago, the Commission awarded two contracts for parking. One is for the Embarcadero Median Lots (E, F, and G). Those median lots are operated weekdays by the Port and by the parking vendors on weekends. At the same time, the Port awarded a contract to operate a parking concession on Seawall Lot 330, which is directly across from Pier 32. Subsequent to the award being made, the firm operating at Lot 330 defaulted. The Port assumed control and awarded the interim rights to run that parking concession to Allright. Staff proposes that Allright be allowed to serve out the remainder of the contract term at Seawall Lot 330 as they have already invested a significant amount of money and the lot requires a shuttle service. In turn, the Port will bid Lots E, F & G for both weekdays and weekends. Staff believes that a single effective concessionaire will make more money than the Port operating weekdays and a private concessionaire operating weekends.

Commissioner Halsted wondered whether the Port is satisfied with Allright Parking's performance. Mr. Bouey responded to the affirmative.

ACTION: Commissioner O'Neill moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

D. Approval of the Third Amendment to Option to Lease Real Property and Second Amendment to Leases between the Port and the San Francisco Redevelopment Agency. (Resolution No. 95-30)

Mr. Bouey stated that the Port leases ten parcels of real property to the San Francisco Redevelopment Agency (SFRA) in an area now known as South Beach. As part of that lease agreement, the SFRA is required to pay a percentage of adjusted gross sales at a rate of 8% for food sales and 10% for all other sales. Given those restrictions, it has turned out that the SFRA had not successfully leased a great amount of their retail space. The proposed amendment calls for the SFRA to require a sublessee to pay a percentage rent 7% of gross food sales until such time the Port either increases or decreases its standard percentage rent requirement. For other retail uses, the Port proposes that the sublessee pay the market rent which includes appropriate minimums and percentage rents. Port approval is necessary for every retail sublease. The agency will submit to the Port a non-binding letter of intent to lease and a term sheet summarizing all the materials sublease terms. The Port then has ten business days to approve or disapprove the sublease.

Commissioner O'Neill asked staff to provide an annual review of Redevelopment Agency's leases. Hearing no objection from the agency's representative, Mr. Bouey concurred.

Commissioner Cook commented that he's delighted with the outcome of the negotiations. He supports this resolution and hopes to see a lot of activity at the South Beach area.

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval of Declaration of Emergency for fire fighting assistance at Seawall Lot 337. (Resolution No. 95-54)

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

10. NEW BUSINESS / PUBLIC COMMENT

Mike Comaich, Diamond Freight System, shared his feelings about the tunnel project. He believes that if the tunnel project is not done, our cargo business is shut down. Commissioner O'Neill commented that the staff has responded to Supervisor Hallinan's letter regarding the tunnel project.

Mr. John Jenkel, Carriage Charter, believes that there has been a breach of faith. He presented and r1ead his June 24 letter to the Commission and requested a letter of intent to resume relationship with Carriage Charter as soon as possible.

Commissioner Lee commented about the Black and White Ball and the Gay Pride Parade. He was pleased with both events and was pleased that the Port of San Francisco was part of both functions. Commissioner Hardeman echoed the same sentiments as Commissioner Lee.

11. EXECUTIVE SESSION

At 5:16 p.m., Legal Counsel Julie Van Nostern announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

This session is closed to any non-Port representative.

B. CONFERENCE REGARDING LITIGATION MATTERS

(1) CCSF v. Pier 32 Market, Inc., a California Corporation
Superior Court No. 969-872

C. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of California Government Code Section

54956.9 (1 case).

(1) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

D. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in public session at 5:55 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in executive session; Commissioner Lee seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 6:00 p.m.

SF
P55
#1
7/11/95
Canceled

PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, JULY 11, 1995 AT 4:00 P.M.
IS HEREBY CANCELLED

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THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, JULY 25, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

SF
P55
#1

SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, JULY 25, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

7/25/95

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - June 27, 1995 Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

6. **FACILITIES & OPERATIONS**

   A. Authorization to award Construction Contract No. 2608, "Piers 3, 29 and 31 Cornice Repairs" to Chiang C. M. Construction, Inc. (Resolution No. 95-61)

   B. Authorization to award Construction Contract No. 2602, "1995 Drydock and Overhaul of Fireboat Guardian" to Bay Ship and Yacht Company. (Resolution No. 95-62)

   C. Authorization to award Professional Services Contract for Pier 48, "Earthquake Damage Repair Design" to GKO and Associates. (Resolution No. 95-63)

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

   A. Title Transfer of the Fireboat Phoenix to the Fire Department. (Resolution No. 95-60)

9. **CONSENT CALENDAR**

10. **NEW BUSINESS / PUBLIC COMMENT**

11. **EXECUTIVE SESSION**

   A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

   Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
   Person Negotiating: Port representative: James Lazarus, Director-Special Projects

AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING PENDING AND ANTICIPATED LITIGATION MATTERS

(1) Martha Johnson v. CCSF, et.al. and CCSF (cross complainant) v. National Park Service, U.S. Attorney General's Office, Department of Interior
San Francisco Superior Court No. 969-872

(2) Joseph Peters v. CCSF, et.al. and CCSF (cross-complainant) v. Somerset Insurance Services, et.al.
San Francisco Superior Court No. 963-495

(3) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Cable SFPORTCOMM
Writer

MEMORANDUM

July 19, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2608, "Piers 3, 29 and 31 Cornice Repairs", authorization to award

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE STAFF TO AWARD THIS CONTRACT IN ACCORDANCE WITH THE ATTACHED RESOLUTION

The Port Commission authorized the advertisement of Construction Contract No. 2608 at the regular meeting of May 23, 1995. This contract is for earthquake damage repair of the buildings at Piers 3, 29 and 31. Bids were received on June 21, 1995 and the adjusted low bidder is Chiang C. M. Construction Inc. at $292,829. The Bid Summary is attached. This company is a certified MBE and was therefore entitled to a 10% bid preference. All the contract documents are in order and the Human Rights Commission has approved the contractor as to meeting all HRC requirements.

All except approximately $13,500 of this work will be funded by FEMA/OES. The $13,500 in non-FEMA funded work is for non-earthquake damage repair such as dry rot in the buildings. Staff recommends the award of this contract to the subject contractor, with contingency of $30,000 available for possible Type 1 contract modifications, and authorization of the Executive Director to accept the work at its completion.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 6A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-61

WHEREAS, the Commission authorized the advertisement of earthquake damage repair Construction Contract No. 2608, Piers 3, 29 and 31 Cornice Repairs" at the regular meeting of May 23, 1995; and

WHEREAS, bids for this contract were received on June 21, 1995; and

WHEREAS, the adjusted low bidder is Chiang C. M. Construction Inc. at $292,829 ; and

WHEREAS, this contractor is a certified MBE and is therefore entitled to a 10% bid preference; and

WHEREAS, all of the contract documents are in order and the Human Rights Commission has approved the contract as to meeting all HRC requirements; and

WHEREAS, all but approximately $13,500 of this work will be funded by FEMA/OES; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby approves the award of Contract No. 2608, "Piers 3, 29 and 31 Cornice Repairs", to Chiang C. M. at a cost of $292,829, authorizes an additional $30,000 of funds for possible Type 1 contract modifications and authorizes the Executive Director to accept the work at its completion..

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of July 25, 1995.

Secretary

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: PK/RD
Date: June 23, 1995
Page 1 of 2

Project: Piers 3, 29 and 31 Cornice Repairs
Contract No.: 2608
Project Engineer: Ed Byrne, S.E.
Bids Opened: 2 PM, Wednesday June 21, 1995

			Greco Petersen Construction 533 Airport Blvd., Suite 590 Burlingame, CA 94010 (415) 579-7669		Chiang C.M. Construction INC. 2727 Jennings Street San Francisco, CA 94124 (415) 822-6088		Progressive Pacific P.O. Box 67186 Scotts Valley, CA 95067-7186 (408) 438-7831		W. Chapot Construction Co. 736 Clementina Street San Francisco, CA 94103 (415) 863-2356	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
LS-1	Repair Pier 3 bulkhead building cornice (excluding any sheathing repair work), all as shown and specified.	LS	$52,955.00	$52,955.00	$60,363.00	$60,363.00	$48,120.00	$48,120.00	$65,000.00	$65,000.00
LS-2	Repair Piers 29/31 bulkhead building cornice and horizontal ornamental strip (excluding any sheathing repair work), all as shown and specified.	LS	$211,824.00	$211,824.00	$199,403.00	$199,403.00	$179,858.00	$179,858.00	$227,500.00	$227,500.00
LS-3	Cut rear parapet wall at Piers 29/31 building, all as shown and specified.	LS	$14,800.00	$14,800.00	$15,813.00	$15,813.00	$38,500.00	$38,500.00	$22,404.00	$22,404.00
LS-4	Repair damaged rear wall at Piers 29/31 building, all as shown and specified.	LS	$2,460.00	$2,460.00	$3,750.00	$3,750.00	$42,900.00	$42,900.00	$2,668.00	$2,668.00
UP-1	Repair damaged 1x4 sheathing at Pier 3 bulkhead building cornice, all as shown and specified. Per square foot.	126 square feet	$4.00	$504.00	$22.50	$2,835.00	$18.00	$2,268.00	$13.25	$1,669.50
UP-2	Repair damaged 1x4 sheathing at Piers 29/31 bulkhead building cornice, all as shown and specified. Per square foot.	474 square feet	$4.00	$1,896.00	$22.50	$10,665.00	$15.50	$7,347.00	$13.25	$6,280.50
	Totals			$284,439.00		$292,829.00		$318,993.00		$325,522.00

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: PK/RD
Date: June 23, 1995
Page 2 of 2

Project: Piers 3, 29 and 31 Cornice Repairs
Contract No.: 2608 Project Engineer: Ed Byrne, S.E. Bids Opened: 2 PM, Wednesday June 21, 1995

		Greco Petersen Construction 533 Airport Blvd., Suite 590 Burlingame, CA 94010 (415) 579-7669		Chiang C.M. Construction INC. 2727 Jennings Street San Francisco, CA 94124 (415) 822-6088		Progressive Pacific P.O. Box 67186 Scotts Valley, CA 95067-7186 (408) 438-7831		W. Chapot Construction Co. 736 Clementina Street San Francisco, CA 94103 (415) 863-2356	
Required Forms	Document #	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)
Proposal	00300	Y		Y		Y		Y	
Addenda Acknowledgement		Y		Y		Y		Y	
Schedule of Bid Prices	00302	Y		Y		Y		Y	
Schedule of Unit Prices	00304	Y		Y		Y		Y	
Bid Bond	00411	Y		Y		Y		Y	
Experience & Financial Qualifications	00420	Y		Y		Y		Y	
List of Subcontractors	00430	Y		Y		Y		Y	
Non-Collusion Certification	00481	Y		Y		Y		Y	
HRC Form 1			N (N/A)	Y		Y (N/A)		Y (N/A)	
HRC Schedule A (as applic, by 5pm)			N/A		N/A		N/A		N/A
HRC Schedule L (as applic, by 5pm)			N/A		N/A		N/A		N/A
HRC Form 2A		Y		Y		Y		Y	
HRC Form 2B		Y		Y		Y		Y	
Apprenticeship Program	00490		N	Y		Y		Y	
Business Tax Reg Declaration	00491	Y		Y		Y		Y	
Highest General Prevailing Wage	00492	Y		Y		Y		Y	
Equal Opp Empl & Bus Practices: LD	00493	Y		Y		Y		Y	
MacBride Principles	00494	Y		Y		Y		Y	
Deemed Responsive by Engin & HRC (Y/N) ?		Y		Y		Y		Y	

			Lowest Responsive Bidder		
Total Bid ►		$284,439.00	$292,829.00	$318,993.00	$325,522.00
PREFERENCES (as applicable):		N/A		N/A	N/A
MBE	10%		$29,282.90		
WBE	10%				
LBE	5%				
JV	5%				
JV	7.5%				
JV	10%				NOTE: Even wih 5%, still too high.
Adjusted Bid ►		$284,439.00	$263,546.10	$318,993.00	$325,522.00

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PORT OF SAN FRANCISCO

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MEMORANDUM

July 19, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2602, "1995 Drydock and Overhaul of Fireboat Guardian", authorization to award

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE STAFF TO AWARD THIS CONTRACT IN ACCORDANCE WITH THE ATTACHED RESOLUTION

The Port Commission authorized the advertisement of Construction Contract No. 2602 at the regular meeting of May 23, 1995. This contract is for the drydocking of the Fireboat Guardian. Bids were received on June 21, 1995 and the apparent low bidder Fulton Shipyard Inc. at $227,837 did not meet all of the requirements of the bid. The contract specified that the bidders must at the time of bid include a minimum of 5% MBE subcontracting and 1% WBE subcontracting, or submit evidence of a good faith effort why this goal could not be met. Fulton Shipyard Inc. did not submit any of this information and is therefore non-responsive. The next low bidder, Bay Ship and Yacht Company $252,625 met the MBE and WBE goals. The Bid Summary is attached. All the contract documents are in order and the Human Rights Commission has approved the contractor as to meeting all HRC requirements.

The Port will fund $80,000 of this contract and the San Francisco Fire Department the remainder. Staff recommends the award of this contract to the subject contractor, with a $13,000 contingency available for possible Type 1 contract modifications, and authorization of the Executive Director to accept the work at its completion.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 6B

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-62

WHEREAS, the Commission authorized the advertisement of earthquake damage repair Construction Contract No. 2602, "1995 Drydock and Overhaul of Fireboat Guardian", at the regular meeting of May 23, 1995; and

WHEREAS, bids for this contract were received on June 21, 1995; and

WHEREAS, the apparent low bidder Fulton Shipyard Inc. at $227,837 did not meet all the requirements of the bid when it neither met the 5% MBE subcontracting and 1% WBE subcontracting goals nor submitted evidence why these goals could not be met, and was therefore deemed non-responsive; and

WHEREAS, the second low bidder Bay Ship and Yacht Company at $252,625 met the MBE and WBE goals; and

WHEREAS, all of the contract documents are in order and the Human Rights Commission has approved the contract as to meeting all HRC requirements; and

WHEREAS, the Port will fund $80,000 of this work and the San Francisco Fire Department will fund the remainder; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby approves the award of Contract No. 2602, "1995 Drydock and Overhaul of the Fireboat Guardian", to Bay Ship and Yacht Company at a cost of $252,625, authorizes an additional $13,000 of funds for possible Type 1 contract modifications and authorizes the Executive Director to accept the work at its completion..

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of July 25, 1995.

Secretary

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: SZ/PK
Date: June 22, 1995
Page 1 of 4

Project: 1995 Drydock and Overhaul of Fireboat "Guardian"
Contract No.: 2602
Project Engineer: Skip Zeller, P.E.
Bids Opened: 2 PM, Wednesday June 21, 1995

			Fulton Shipyard, INC. 307 Fulton Shipyard Rd., PO Box 400 Antioch, CA 94509 (510) 757-2611		Bay Ship and Yacht Company 2900 Main Street Alameda, CA 94501 (510) 337-9122		San Francisco Drydock, INC. Foot of 20th Street San Francisco, CA 94107 (415) 861-7447	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
P-1	Hull, decks, and superstructure, all as specified and/or shown.	LS	$49,850.00	$49,850.00	$47,380.00	$47,380.00	$60,114.00	$60,114.00
P-2	Services and equipment, all as specified and/or shown.	LS	$1,400.00	$1,400.00	$12,444.00	$12,444.00	$4,511.00	$4,511.00
P-3	Shafts and packing, all as specified and/or shown.	LS	$4,170.00	$4,170.00	$4,105.00	$4,105.00	$11,317.00	$11,317.00
P-4	Zinc anodes on the hull, all as specified and/or shown.	LS	$1,440.00	$1,440.00	$1,625.00	$1,625.00	$1,687.00	$1,687.00
P-5	Clad welding, all as specified and/or shown.	LS	$450.00	$450.00	$198.00	$198.00	$714.00	$714.00
P-6	Hull inspection and repairs, all as specified and/or shown.	LS	$2,950.00	$2,950.00	$4,550.00	$4,550.00	$12,634.00	$12,634.00
P-7	Sea valves, all as specified and/or shown.	LS	$4,450.00	$4,450.00	$5,073.00	$5,073.00	$11,036.00	$11,036.00
P-8	Hot water space heater, all as specified and/or shown.	LS	$5,100.00	$5,100.00	$5,380.00	$5,380.00	$5,487.00	$5,487.00

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: SZ/PK
Date: June 22, 1995
Page 2 of 4

Project: 1995 Drydock and Overhaul of Fireboat "Guardian"

Contract No.: 2602 | Project Engineer: Skip Zeller, P.E. | Bids Opened: 2 PM, Wednesday June 21, 1995

			Fulton Shipyard, IN.C 307 Fulton Shipyard Rd., PO Box 400 Antioch, CA 94509 (510) 757-2611		Bay Ship and Yacht Company 2900 Main Street Alameda, CA 94501 (510) 337-9122		San Francisco Drydock, INC. Foot of 20th Street San Francisco, CA 94107 (415) 861-7447	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
P-9	Engine heaters, all as specified and/or shown.	LS	$3,800.00	$3,800.00	$4,660.00	$4,660.00	$6,125.00	$6,125.00
P-10	Tower escape hatch, all as specified and/or shown.	LS	$1,200.00	$1,200.00	$303.00	$303.00	$469.00	$469.00
P-11	Exhaust pipe stacks and flanges, all as specified and/or shown.	LS	$5,900.00	$5,900.00	$18,556.00	$18,556.00	$7,392.00	$7,392.00
P-12	DEDUCTIVE ALTERNATE ITEM: Anchor and chain, all as specified and/or shown.	LS	$1,660.00	$1,660.00	$4,493.00	$4,493.00	$4,566.00	$4,566.00
P-13	DEDUCTIVE ALTERNATE ITEM: Pencil zincs, all as specified and/or shown.	LS	$700.00	$700.00	$366.00	$366.00	$440.00	$440.00
P-14	DEDUCTIVE ALTERNATE ITEM: Crankcase breater vents, all as specified and/or shown.	LS	$800.00	$800.00	$186.00	$186.00	$796.00	$796.00
P-15	DEDUCTIVE ALTERNATE ITEM: Rail sections replacement, all as specified and/or shown.	LS	$10,310.00	$10,310.00	$8,229.00	$8,229.00	$10,200.00	$10,200.00
P-16	DEDUCTIVE ALTERNATE ITEM: Door repair and replacement, all as specified and/or shown.	LS	$8,500.00	$8,500.00	$7,805.00	$7,805.00	$7,345.00	$7,345.00

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: SZ/PK
Date: June 22, 1995
Page 3 of 4

Project: 1995 Drydock and Overhaul of Fireboat "Guardian"
Contract No.: 2602 Project Engineer: Skip Zeller, P.E. Bids Opened: 2 PM, Wednesday June 21, 1995

			Fulton Shipyard, INC. 307 Fulton Shipyard Rd., PO Box 400 Antioch, CA 94509 (510) 757-2611		Bay Ship and Yacht Company 2900 Main Street Alameda, CA 94501 (510) 337-9122		San Francisco Drydock, INC. Foot of 20th Street San Francisco, CA 94107 (415) 861-7447	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
P-17	DEDUCTIVE ALTERNATE ITEM: Miscellaneous repairs, all as specified and/or shown.	LS	$5,300.00	$5,300.00	$7,309.00	$7,309.00	$11,209.00	$11,209.00
D-1	Installing City-furnished underwharf monitor system, all as specified and/or shown.	LS	$21,387.00	$21,387.00	$40,648.00	$40,648.00	$52,138.00	$52,138.00
D-2	Thruster valves and actuators, all as specified and/or shown.	LS	$35,790.00	$35,790.00	$41,040.00	$41,040.00	$42,715.00	$42,715.00
D-3	Deck fire water manifolds, all as specified and/or shown.	LS	$6,000.00	$6,000.00	$13,930.00	$13,930.00	$20,541.00	$20,541.00
D-4	DEDUCTIVE ALTERNATE ITEM: Engine room deck plates, all as specified and/or shown.	LS	$36,280.00	$36,280.00	$20,510.00	$20,510.00	$56,424.00	$56,424.00
D-5	DEDUCTIVE ALTERNATE ITEM: Repaint engine room, all as specified and/or shown.	LS	$20,400 *	$20,400.00	$3,835.00	$3,835.00	$24,235.00	$24,235.00
	Totals			$227,837.00		$252,625.00		$352,095.00

* Bidder's error corrected.

"P" and "D" stand Port of San Francisco and Department of Public Works

NOTE: Deductive Alternate Items prices are to be positive figures The Port, at its option and discretion, will subtract any or none of the Deductive Alternate Items from Contract Sum.

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BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: SZ/PK
Date: June 22, 1995
Page 4 of 4

Project: 1995 Drydock and Overhaul of Fireboat "Guardian"
Contract No.: 2602 Project Engineer: Skip Zeller, P.E. Bids Opened: 2 PM, Wednesday June 21, 1995

		Fulton Shipyard, INC. 307 Fulton Shipyard Rd., PO Box 40 Antioch, CA 94509 (510) 757-2611		Bay Ship and Yacht Company 2900 Main Street Alameda, CA 94501 (510) 337-9122		San Francisco Drydock, INC. Foot of 20th Street San Francisco, CA 94107 (415) 861-7447	
Required Forms	Document #	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)
Proposal	00300	Y		Y		Y	
Addenda Acknowledgement		Y		Y		Y	
Schedule of Bid Prices	00302	Y		Y		Y	
Schedule of Unit Prices	00304	N/A		N/A		N/A	
Bid Bond	00411	Y		Y		Y	
Experience & Financial Qualifications	00420	Y		Y		Y	
List of Subcontractors	00430	Y		Y		Y	
Non-Collusion Certification	00481	Y		Y		Y	
HRC Form 1		Y (N/A)			N(N/A)		N(N/A)
HRC Schedule A (as applic, by 5pm)			N/A		N/A		N/A
HRC Schedule L (as applic, by 5pm)			N/A		N/A		N/A
HRC Form 2A			N	Y			N
HRC Form 2B		Y		Y			N
Apprenticeship Program	00490	Y		Y			N
Business Tax Reg Declaration	00491	Y		Y			N
Highest General Prevailing Wage	00492	Y		Y			N
Equal Opp Empl & Bus Practices: LD	00493	Y		Y			N
MacBride Principles	00494	Y		Y			N
Deemed Responsive by Engin & HRC (Y/N) ?		N(SZ)		Y(SZ)		N(SZ)	

Total Bid →		$227,837.00	$252,625.00	$352,095.00
PREFERENCES (as applicable):		NA	NA	NA
MBE	10%			
WBE	10%			
LBE	5%			
JV	5%			
JV	7.5%			
JV	10%			
Adjusted Bid →		$227,837.00	$252,625.00	$352,095.00

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PORT OF SAN FRANCISCO

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MEMORANDUM

July 19, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Professional Services Contract for Pier 48," Earthquake Damage Repair Design", Authorization to Award

DIRECTOR'S RECOMMENDATION: THAT THE COMMISSION AUTHORIZE STAFF TO AWARD THIS PROFESSIONAL SERVICES CONTRACT IN ACCORDANCE WITH THE ATTACHED RESOLUTION

On March 14, 1995, the Port issued a request for proposals (RFP) for engineering services for structural analysis and design for the repair of the earthquake damage to Pier 48. On April 17, 1995, the Port received proposals from the following firms:

URS/STRUCTUS
F.E. Jordan Associates, Inc.
JMEC Engineering, Inc.
Structural Design Engineers
GKO & Associates

On May 8, 1995, a Port interview panel interviewed all five firms. The scores from three Port panelists were totaled and GKO & Associates compiled the highest score. All firms were certified MBEs and therefore all received the MBE scoring adjustments.

Subsequently, the Port met with GKO & Associates to negotiate the engineering fee. The Port and GKO agreed to a fee of $65,748 to provide the required engineering services. This fee includes the work to perform Phase I, preliminary engineering, and Phase II, detailed design and construction review.

The Phases are described as follows:

Phase I - Preliminary Engineering Study. The consultant will analyze the facilities and determine a cost-effective method of repair. The consultant will obtain preliminary approval from the Port, for this repair design and the Port will ensure that FEMA and OES also approves the design. After all said preliminary approvals are obtained, the Port has the option to authorize proceeding to Phase II.

Phase II - Detailed Design and Construction Management Support The consultant will develop appropriate design criteria and proceed with detailed design of the repair work, including the preparation of detailed structural calculations, construction contract specifications, plans and construction cost estimates. The Port will obtain final approvals from FEMA and OES for this design. The consultant will also provide technical support to Port staff as requested during the pre-bid, bidding, design and construction phase of the actual construction work.

The contract will be funded entirely by FEMA/OES.

After the construction contract documents are assembled, the Port will advertise for a construction contractor to perform the actual construction. Staff will obtain Commission approval before proceeding with this segment of work.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-63

WHEREAS, on March 14, 1995, proposals were received for professional services work on the earthquake damaged facility at Pier 48; and

WHEREAS, a Port selection panel reviewed and interviewed all the proposers to select the best qualified; and

WHEREAS, the selection panel selected the firm of GKO & Associates which is a certified MBE firm; and

WHEREAS, the Human Rights Commission has confirmed that this firm complies with all the requirements to receive a preference as a MBE/WBE firm, all in accordance with Section 12D of the San Francisco Administrative Code; and

WHEREAS, the cost of this work will be fully funded by FEMA and OES; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby approves the authorization to award the subject consultant contract to GKO & Associates for consulting work at a cost not to exceed $65,748.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of July 25, 1995.

SECRETARY

PORT OF SAN FRANCISCO

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MEMORANDUM

July 18, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Title Transfer of the Fireboat Phoenix to the Fire Department

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

The Port owns title to the fireboat Phoenix, which was purchased when the Port was a State agency. The fireboat Guardian, however, is owned by the City & County of San Francisco on behalf of the Fire Department.

The Port and the Fire Department believe that it is in the best of interest of both departments that the title to the Phoenix be transferred to the Fire Department. By acquiring title, the Fire Department will have use and control of, as well as responsibility for, the maintenance and repairs to the fireboat.

Under the Agreement relating to the transfer of the Port of San Francisco from the State of California to the City and County of San Francisco, the City may undertake services presently performed by the Port where the Port is not required to increase its contribution for such services. The Port is not required to increase its contribution for such fire protection services related to the Fire Department ownership of the Phoenix.

THIS PRINT COVERS CALENDAR ITEM NO. 8A

The on-going responsibilities will include, but not limited to, the following:

- The Fire Department will assume the responsibility for contracting for the maintenance and repair of both the fireboat Phoenix and the fireboat Guardian.
- The Fire Department will be responsible for all insurance including liability for property damage and personal injury relating to the operation of the fireboat, and third party claims.
- The Port will continue to provide all other funding for those items included in the current year budget unless otherwise agreed upon.
- The Port will continue to provide facilities for the fireboats.

The Port and the Fire Department intend to enter into a Memorandum of Understanding ("MOU") which will specify the respective departmental financial, insurance and maintenance responsibilities relating to ownership and operation of the Phoenix.

Upon approval of the Port and Fire Commissions, the Department of Purchasing and Services will register the title in the City's name.

Prepared by: Ben Kutnick
Director of Administration

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-60

WHEREAS, the Port owns title to the fireboat Phoenix; and

WHEREAS, the City & County owns title to the fireboat Guardian; and

WHEREAS, the Port and the Fire Department believe it is in the best interests of both departments to transfer the title of the fireboat Phoenix to the Fire Department; and

WHEREAS, the on-going responsibilities will include, but are not limited to, the following:

- The Fire Department will assume the responsibility for contracting for the maintenance and repair of both the fireboat Phoenix and the fireboat Guardian.
- The Fire Department will be responsible for all insurance including liability for property damage and personal injury relating to the operation of the fireboat, and third party claims.
- The Port will continue to provide all other funding for those items included in the 1994/95 budget unless otherwise agreed upon.
- The Port will continue to provide facilities for the fireboats.

WHEREAS, consistent with this resolution, the Port and the Fire Department will execute a Memorandum of Understanding specifying the respective inter-departmental financial, maintenance and insurance responsibilities relating to ownership and operation of the Phoenix; and

WHEREAS, pursuant to the Agreement Relating to Transfer of the Port of San Francisco from the State of California to the City and County of San Francisco, the City may undertake services presently performed by the Port whereby the Port is not required to increase its contribution for such City services; and

WHEREAS, the Fire Department desires to fully undertake the fire protection services relating to ownership and operation of fireboats, including the fireboat Phoenix, and the Port is not required to increase its contribution for such fire protection services; now, therefore be it

RESOLVED, that the Port Commission approves the transfer of the title to the fireboat Phoenix to the Fire Department.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of July 25, 1995.

____
Secretary

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SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
JULY 25, 1995

1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 4:05 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Frank O'Neill and Michael Hardeman.

2. APPROVAL OF MINUTES - June 27, 1995 Meeting

ACTION: Commissioner Lee moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; the minutes of the meeting were adopted.

3. EXECUTIVE

A. Executive Director's Report

Mr. Bouey reported on the following:

(1) Fourth of July: The 4th of July waterfront celebration was a great success. Over 200,000 people, throughout the day, were in attendance. The only damper on the evening was the San Francisco fog, partially obscuring the fireworks display.

(2) Pier 45 Grand Opening Celebration and Press Conference: The Port will host a celebration honoring the opening of the Pier 45 fish processing center on Thursday, August 24 from 11:30 a.m. to 1:30 p.m. Port Commissioners, City officials and dignitaries are invited to the event.

(3) Fisherman's Wharf Leases: Mr. Bouey stated that many of our Fisherman's Wharf tenants negotiated leases in 1970. These leases have 66 year terms and provide that every 25 years the percentage rent can be reset but there is no other provision to modify economic terms. It is important for the Port to take a very careful, cautious look to ensure that it sets a rate that is not only fair but appropriate. A series of meetings have been held with a number of the tenants and their representative, Jim Reuben, to discuss the result of a survey conducted by the Port's consultant, Keyser Marston. The lease provides that after conducting such a survey, the Port may reset percentage rent and tenants then have six months in which they may accept the new rate or they may, without penalty, reject their leases. The report was provided to the tenants who, in turn, have given Port staff their comments as well as those of their consultants. He noted that the Port is also familiar with the market from the negotiations of other port leases and from its review of other statewide economic data. All the data is consistent with our recommended adjustment of 7% for table service and 9% for retail. Port staff has also recommended 11% for casual dining . However, since Alioto Restaurant has the only casual dining component rather than having a separate percentage component, the Port may reset the percentage rent for all the

restaurants at 7% except for Alioto. Staff is prepared to make a recommendation to the Commission of the appropriate adjustments in percentage rents.

The tenants have proposed to arbitrate this lease issue but Port staff has rejected that request. As for the tenants, there is no downside for arbitrating this one issue but a lot of upside for them. However, for the Port, it's all downside and not much upside. After the last meeting, several of the tenants felt that arbitration was a fair way to resolve the issue between what rent the tenants want to pay and what the Port wants to charge. In the issue of fairness, Mr. Bouey indicated to Mr. Reuben that he may be willing to recommend to the Commission that we arbitrate. What Port staff will propose to Mr. Reuben and his clients, subject to the Commission's approval, is that we submit to binding arbitration and if all the economic terms of the lease (e.g. minimum rent, percentage rent, maintenance and repair obligations, adjustment periods and cost of living clauses) are included. An arbitrator would provide an opportunity to level the playing field for both sides.

The leases have been extended with regard to percentage rent issue to July 31, 1995. Two weeks ago, the tenants have agreed to extend this deadline for one month. It's his understanding that they will submit a letter today extending the deadline to the end of August. If the tenants extend the deadline, the Port will have an additional time to consider arbitration. Port will offer to the tenants a July 31 deadline. If they agree, that recommendation will be brought to the Commission to proceed with arbitration. If they disagree, at our next meeting, Mr. Bouey will recommend the percentage rents mentioned earlier.

Commissioner O'Neill commented that the 4th of July celebration was terrific. He was, however, informed that the providers of the fireworks could program them to explode under the fog and wondered if he was misinformed. Mr. Bouey responded that he was guessing but thought the fireworks could be programmed; however, they have to be programmed ahead of time and the providers have to take a guess as to what the weather would be for that night. Commissioner Lee stated that he had a wonderful time at the celebration as did Commissioner Hardeman.

There being a number of speakers present, Commissioner Cook asked for a motion to move the Item 10 - New Business/Public Comments next on the agenda. Commissioner O'Neill moved approval. All Commissioners were in favor.

10. NEW BUSINESS / PUBLIC COMMENTS

Jim Reuben, legal counsel for the following restaurants: Alioto's, Castagnola, Guardino's, Cresci, Sabella and La Torre, Nick's Lighthouse, Exposition Fish Grotto, Franciscan, Fisherman's Grotto and Tarantino's stated that he and his clients are interested in pursuing the possibility of arbitrating the difference of opinions by the Port and the restaurants. He formally requested that the Fisherman's Wharf leases be placed on the August 8 agenda in the event that both sides cannot reach agreement on the scope or the nature of arbitration. He mentioned that discussions on the scope and nature of arbitration still have to be discussed between now and August 8. He asked for a clarification of Mr. Bouey's remark regarding the July 31 deadline. Mr. Bouey clarified that the July 31 deadline represents the time for response whether or not the tenants would agree to arbitration under the terms he proposed and then decide the process after that time.

Lloyd Hanford, Fisherman's Wharf Restaurants Real Estate Consultant, stated that arbitration is probably the most fair way to resolve lease disputes between landlord and tenants and is a preferable method to avoid advocacy and adversarial proceedings and keeps everything, hopefully, on a level playing field.

Andrew Lolli, Castagnola's Restaurant, stated that both parties can agree on some settlement; if not, he requested to have an arbitration board to decide. Thomas La Torre, Sabella and La Torre, expressed the same sentiments as Mr. Lolli.

Mr. Armolluraldi, Fisherman's Grotto, gave a brief history of their restaurant at the wharf. He stated that there's no way they could maintain the buildings in a matter which they have, if they get any increase in rent. He believes that some consideration should be given to the wharf tenants such as providing ample parking and keeping the rent down to where it's at now.

Sal Guardino, Guardino's Restaurant, urged the Commission to consider putting this item on the agenda so the Commission can hear about arbitration. Anthony Cresci, Cresci Brothers, expressed the same sentiment as Mr. Guardino.

Paul Stanners, retained by Mr. Reuben as a consultant to the Fisherman's Wharf Restaurants, seconded Mr. Reuben's and Mr. Hanford's comments concerning the arbitration procedure and added that it would be fair to include an arbitration clause in the leases.

Nunzio Alioto, Alioto's Restaurant, believes that it's in the Port's best interest and its long-term tenants that an arbitration clause be amended to their lease and believes it appropriate and reasonable for the Commission to allow the Fisherman's Wharf leases be on the agenda so they can present a scope of arbitration.

Kevin Westyle, new managing partner of Franciscan Restaurant, gave a brief history of the restaurant and asked that both parties arbitrate in a fair fashion and potentially add an arbitration clause to the lease.

Jeffrey Pollack, proprietor for Nick's Lighthouse, agreed all of the speakers' comments, specifically with regard to the arbitration clause on the lease.

Commissioner Cook stated that it is important for both parties to continue discussions with the Executive Director regarding arbitration. He cannot guarantee about this item being presented to the Commission at the August 8 meeting. After another meeting, he'd like to see progress before being presented to the Commission. Commissioner O'Neill reiterated Mr. Bouey's statement regarding arbitration process and subsequent presentation to the Commission. Mr. Bouey stated that if Mr. Reuben and his clients agree to arbitration the item will be placed on the agenda; if they reject the notion, Mr. Bouey will recommend the percentage increases to the Commission and the Commission can, at that time, reject or accept the recommendation.

Julie Van Nostern, Deputy City Attorney, cautioned the Commission to not go beyond this discussion as there is some concern of violation of the Brown Act.

Mr. Reuben again reiterated his request as well as that of his clients to be placed on the August 8 agenda. Mr. Bouey again reiterated his earlier comments on the process.

Commissioner Cook stated that Mr. Bouey and his staff and Mr. Reuben and his clients need to meet and discuss to come up with a solution and then present it to the Commission.

Julie Van Nostern clarified that it is the intention of the Commission that there will be an item on the calendar. In that item, the Commission will be free, as it will be regularly calendared, to take into consideration the Executive Director's recommendation on behalf of the Port or the arbitration issue. In response to Commissioner Halsted inquiry, Ms. Van Nostern stated that the Commission, if properly noticed, has the ability, in reviewing the recommendation by the Executive Director, to change it in session.

A discussion ensued about the Fisherman's Wharf restaurants lease being placed on the calendar. In response to Nunzio Alioto's inquiry about how one can place an item on the agenda, Commissioner O'Neill responded that a majority of the Commissioners can request items to go on the agenda if there is sufficient interest. Mr. Reuben stated that if an agreement is not reached by July 31, a letter requesting to be placed on the agenda as an action item, will be sent to the Commission, Executive Director and Commission Secretary.

Mr. Bouey again reiterated that the only reason that this item will not appear on the August 8 agenda would be by mutual agreement by both parties. If no agreement is reached, Mr. Bouey will bring back the recommended percentage rents and his reasons as well as the tenant's comments. If we agree to the scope of arbitration, that recommendation will be brought to the Commission.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

6. FACILITIES & OPERATIONS

A. Authorization to award Construction Contract No. 2608, "Piers 3, 29 and 31 Cornice Repairs" to Chiang C. M. Construction, Inc. (Resolution No. 95-61)

Mr. Bouey stated that sometime ago, the cornice fell off one of the pier facades and almost fell on a pedestrian. After that incident, the Engineering staff examined all the pier structures and found that others needed repair work. The Commission authorized the advertisement for bids; and bids were received. Staff recommends contract award to Chiang C. M. Construction, Inc. at a price of $292,000; all of this work except for $13,500 will be funded by FEMA.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Authorization to award Construction Contract No. 2602, "1995 Drydock and Overhaul of Fireboat Guardian" to Bay Ship and Yacht Company. (Resolution No. 95-62)

Mr. Bouey stated that this is an annual routine contract. The apparent low bidder did not meet the MBE requirements; therefore, staff recommends contract award to Bay Ship and Yacht Company for approximately $252,000.

Commissioner O'Neill inquired whether a Port tenant can be given special treatment for contract award. Mr. Bouey responded that local business enterprises in San Francisco receive a 5% preference as long as they meet HRC guidelines and apply for the preference.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Authorization to award Professional Services Contract for Pier 48, "Earthquake Damage Repair Design" to GKO and Associates. (Resolution No. 95-63)

Mr. Bouey stated that the Commission previously authorized the issuance of an RFP to perform engineering services at Pier 48. The work is to be divided into two phases: (1) analyze the facilities and determine the most cost effective method of repair; and (2) consult and develop the appropriate design criteria and proceed with the detailed design of the repair work. The contract does not require the Port to do both phases.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

A. Title Transfer of the Fireboat Phoenix to the Fire Department. (Resolution No. 95-60)

Mr. Bouey stated that the net effect of the transfer should not affect Port operation. The agreement is structured in such a way that the Port will not pay anymore than we currently pay nor will we pay any less for fire service. The Port is still responsible for overhauling the boat, etc. Since the Fire Department is self-insured, staff finds that it's in the City's best interest if this asset is moved to the Fire Department.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

9. CONSENT CALENDAR

10. NEW BUSINESS/PUBLIC COMMENT

Mr. John McMahon representing Carriage Charter gave the Commission a copy of Gil Cohen's statement recommending to the Port not to allow permit to Jeff Sears. Mr. Jenkel read his July 25 letter to the Commission regarding breach of faith and asked for consideration from the Port of San Francisco.

Commissioner Halsted thanked the incumbent and past Port Commissioners, the incumbent and past Port Directors and staff during her 12-year tenure as a Port Commissioner and offered suggestions and her vision for the betterment of the Port. She also indicated that a copy of her remarks will be provided to each Commissioner and the Executive Director. On behalf of the Commission, Commissioner Cook thanked Commissioner Halsted for all her work with the Commission and wished her well. He further stated that she will be missed as she has played an important role as a Port Commissioner. Commissioners Cook and Lee indicated that she is a great mentor and was instrumental during their transition as Port Commissioners.

11. EXECUTIVE SESSION

At 5:20 p.m., the Commission Secretary announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING PENDING AND ANTICIPATED LITIGATION MATTERS

(1) Martha Johnson v. CCSF, et.al. and CCSF (cross complainant) v. National Park Service, U.S. Attorney General's Office, Department of Interior
San Francisco Superior Court No. 969-872

(2) Joseph Peters v. CCSF, et.al. and CCSF (cross-complainant) v. Somerset Insurance Services, et.al.
San Francisco Superior Court No. 963-495

(3) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in public session at 6:35 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed at the executive session. Commissioner O'Neill seconded the motion.

The meeting was adjourned at 6:38 p.m.

SF
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#1
8/8/95

SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, AUGUST 8, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

DOCUMENTS DEPT.
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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - July 25, 1995 Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

   A. Approval of assignment of Horse Drawn Carriage Use Permit at Fisherman's Wharf to Jeff Sears and William Perkins. (Resolution No. 95-64)

6. **FACILITIES & OPERATIONS**

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Amendment to Leasing Parameters Rental Rate Schedule to add Roundhouse Plaza located at Lombard Street and The Embarcadero. (Resolution No. 95-65)

   B. Approval of Second Amendment to Ground Lease with HHC Investments, Ltd. located at Montgomery and Francisco Streets. (Resolution No. 95-66)

   C. Approval of travel for two Port representatives to attend the American Association of Port Authorities' National Conference in New Orleans, Louisiana, in accordance with the Port's Fiscal Year 1995/96 budget. (Resolution No. 95-67)

10. **NEW BUSINESS / PUBLIC COMMENT**

11. **EXECUTIVE SESSION**

    A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING PENDING AND ANTICIPATED LITIGATION MATTERS

(1) Joseph Messina v. CCSF
San Francisco Superior Court No. 960-166

(2) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

July 27, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of assignment of Horsedrawn Carriage Use Permit at Fisherman's Wharf to Jeff Sears and William Perkins

DIRECTOR'S RECOMMENDATION: APPROVE ASSIGNMENT

On May 24, 1994, the Port Commission by Resolution No. 94-82 authorized Port staff to issue a request for Proposals regarding a Non-Exclusive Curbspace Use Permit for Horsedrawn Carriages at Fisherman's Wharf ("Curbspace Permit"). Two responsive proposals were received from John Jenkel, dba Carriages Charters, and from Jeff Sears and Gilles Cohen, dba Waterfront Horse Carriage Service ("Waterfront"). These proposals were evaluated by a three person selection panel, which gave the highest score to Waterfront. The Port Commission on July 26, 1994, by Resolution No. 94-102, therefore approved the award of the Curbspace Permit to Waterfront, contingent upon Waterfront first obtaining permission from the San Francisco Police Department ("SFPD") to operate a sufficient number of additional horse carriages on City streets.

Gilles Cohen held a permit from the SFPD to operate two horse carriages on City streets, and on July 8, 1994, Gilles Cohen and Jeff Sears applied for an amendment to this SFPD permit to add Jeff Sears and to increase the maximum amount of horse carriages that they could operate on City streets. The SFPD approved the amendment of this SFPD permit to add Jeff Sears and to allow a maximum of five horsedrawn carriages to operate on City streets, but Mr. John Jenkel appealed this approval. After four hearings by the Board of Permit Appeals and one hearing by ISCOTT, the Board of Permit Appeals upheld this SFPD permit amendment, and the Curbspace Permit was therefore granted to Waterfront on March 7, 1995.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

On April 19, 1995, Jeff Sears informed the Port that his business relationship with Gilles Cohen had been severed and that Gilles Cohen was no longer involved in the operation provided for in the Curbspace Permit. Jeff Sears also proposed to assign this Curbspace Permit to Jeff Sears and William Perkins. The Port immediately suspended the Curbspace Permit with Waterfront and informed Jeff Sears that the Port would decide on the proposed assignment after the SFPD had investigated the new proposed joint venture partner, William Perkins, and the SFPD approved a SFPD permit to include William Perkins. On July 12, 1995, the SFPD granted a new SFPD permit to Jeff Sears and William Perkins, dba Waterfront Horse Carriage Service, to operate up to five horsedrawn carriages on City streets. No appeal of this approval was filled within the 15 day appeal period, which expired July 27, 1995.

Port staff therefore recommends that the Port Commission approve the assignment of the Curbspace Permit to Jeff Sears and William Perkins, dba Waterfront Horse Carriage Service.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

G:\wp51\agendas\horsedrw.mem\KB\cp\July 27, 1995

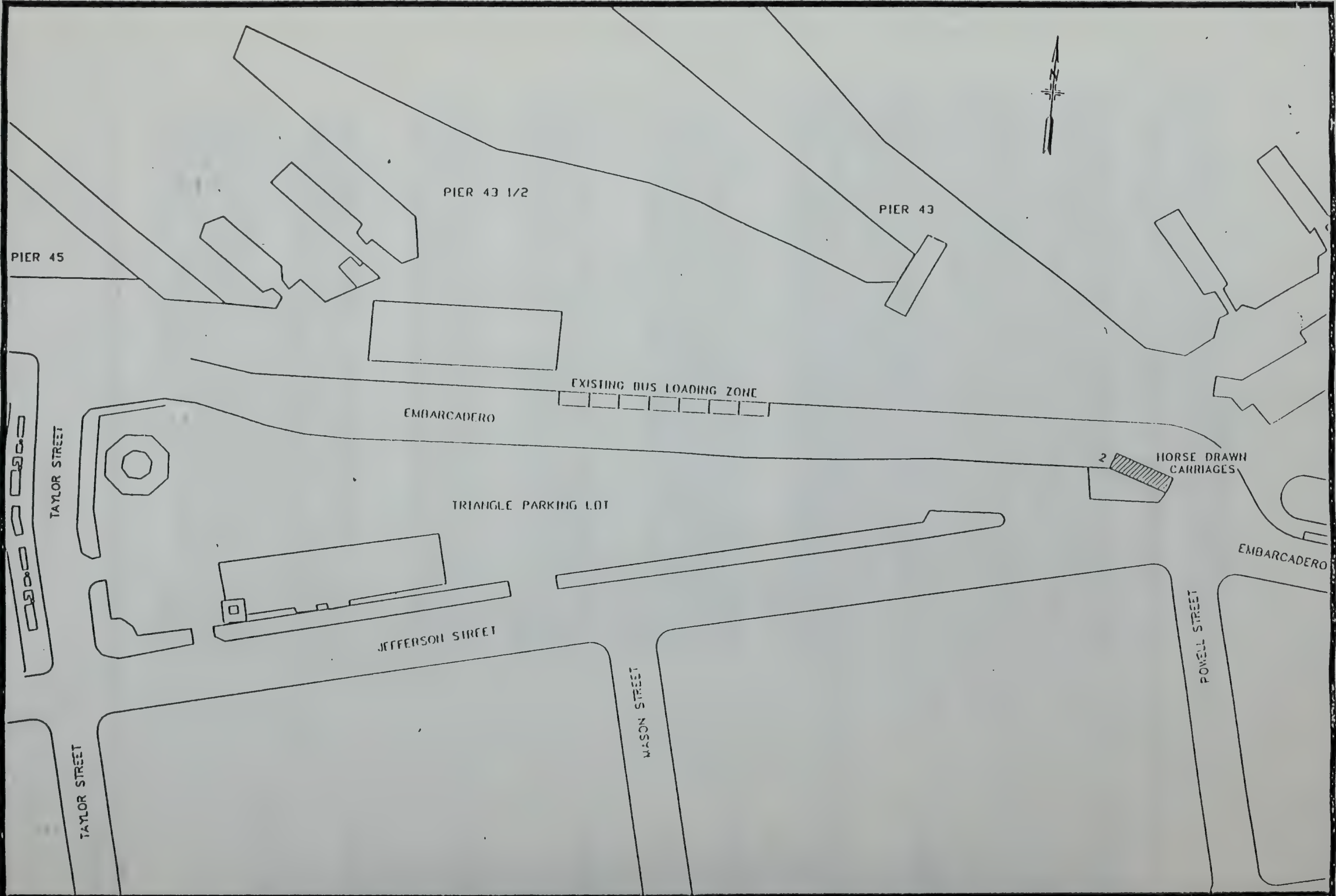
PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-64

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and
WHEREAS,	Jeff Sears and Gilles Cohen, dba Waterfront Horse Carriage Service ("Waterfront"), received the highest score from the selection panel which evaluated proposals received in response to the Request for Proposals for a Non-Exclusive Curbspace Use Permit for Horsedrawn Carriages at Fisherman's Wharf ("Curbspace Permit") issued pursuant to Port Resolution No. 94-82; and
WHEREAS,	the Port Commission by Resolution No. 94-102 approved the award of the Curbspace Permit to Waterfront provided Waterfront obtained approval from the SFPD to operate sufficient additional horse carriages on City streets to satisfy the requirements of the RFP; and
WHEREAS,	the relationship between Jeff Sears and Gilles Cohen has been severed, and Jeff Sears has added William Perkins, who has experience with horse carriages, as a joint venture partner of Waterfront; and
WHEREAS,	Jeff Sears and William Perkins have obtained approval from the SFPD to operate a sufficient number of horsedrawn carriages on City streets to provide the level of service expected under the RFP; and
WHEREAS,	Jeff Sears has requested that the Port assign the Curbspace Permit from Jeff Sears and Gilles Cohen to Jeff Sears and William Perkins, dba Waterfront Horse Carriage Service; now therefore be it
RESOLVED,	that the Port Commission hereby approves the assignment of the Curbspace Permit to Jeff Sears and William Perkins, dba Waterfront Horse Carriage Service, and authorizes the Executive Director to execute a new Curbspace Permit reflecting this assignment.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 8, 1995

Secretary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EXISTING BUS LOADING ZONE
EMBARCADERO
TAYLOR STREET
TRIANGLE PARKING LOT
2
HORSE DRAWN CARRIAGES
EMBARCADERO
JEFFERSON STREET
MASON STREET
POWELL STREET
TAYLOR STREET

FISHERMAN'S WHARF NON-EXCLUSIVE CURBSPACE PERMIT
HORSEDRAWN CARRIAGES

SAN FRANCISCO PORT COMMISSION

PORT OF SAN FRANCISCO

MEMORANDUM

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Writer

July 27, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Amendment to Leasing Parameters Rental Rate Schedule to add Roundhouse Plaza located at Lombard Street and The Embarcadero

DIRECTOR'S RECOMMENDATION: APPROVE AMENDMENT TO LEASING PARAMETERS RENTAL RATE SCHEDULE

Background

On September 8, 1993, the Port Commission approved Leasing Parameters, which included a Rental Rate Schedule, and authorized the Executive Director to approve and execute the leases which conform to the Leasing Parameters. The resolution approving these Leasing Parameters required annual review of the Rental Rate Schedule, and on September 13, 1994, the Port Commission adopted a revised Rental Rate Schedule based upon a review of the rental market. This schedule did not include rental rates for Roundhouse Plaza because the property was then leased to 88 San Francisco Heritage Investors ("Investors"), pursuant to a Port ground lease dated August 20, 1982, and Investors subleased individual office and retail spaces in Roundhouse Plaza to subtenants.

In March, 1995, the Port initiated legal action against Investors after negotiations between Investors and the Port failed to resolve its significant rental delinquency regarding Roundhouse Plaza. Investors then filed for bankruptcy, and the Bankruptcy Court subsequently directed that the ground lease between the Port and Investors be terminated effective May 30, 1995, with the ownership of Roundhouse Plaza improvements transferring to the Port on that date. Because of the short lead time given by the Bankruptcy Court, the Port retained Andrew Associates, an independent property management firm with extensive experience taking over the management of commercial properties, to assume the property management responsibilities for Roundhouse Plaza on an interim basis.

THIS PRINT COVERS CALENDAR ITEM NO. 9A

The 42,485 square foot Roundhouse Plaza is currently 96% occupied, but a number of leases have expired and interest has been obtained from several prospective tenants for the one vacant office suite. Before leases can be entered into with these tenants, the Port Commission must approve rental rates for Roundhouse Plaza.

Proposed Amendment to Rental Rate Schedule

Based on a market rental survey conducted by Port staff, as well as its experience in marketing and leasing Port properties, Port staff recommends that the Port Commission approve the following full service rental rates and minimum net effective rent for office space in Roundhouse Plaza and add them to the Leasing Parameters Rental Rate Schedule:

	Roundhouse One (1500 Sansome Street)	Roundhouse Two (10 Lombard Street) The Sandhouse (1101 Embarcadero)
Monthly Rental Rates per square foot:	$1.35-$1.60	$1.50-$1.75
Minimum Monthly Net Effective Rent per square foot:	$1.20	$1.30

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-65

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, by Resolution 93-127, adopted September 8, 1993, this Commission authorized the Executive Director to approve and execute leases which conform to Leasing Parameters set forth in said Resolution 93-127; and

WHEREAS, said Leasing Parameters provide that the leases so approved and executed shall have rents that conform to the Rental Rate Schedule adopted annually by the Port Commission; and

WHEREAS, the Rental Rate Schedule that this Commission adopted September 13, 1994, by Resolution No. 94-129, does not include Roundhouse Plaza; and

WHEREAS, Port staff has performed a market survey as a basis for recommending an amendment to the Rental Rate Schedule to add rental rates for Roundhouse Plaza as described in the Memorandum for Agenda Item No. 9A for the August 8, 1995 Port Commission meeting; now therefore be it

RESOLVED, that this Commission hereby approves an amendment to the Rental Rate Schedule as set forth in the Memorandum for Agenda Item No. for the August 8, 1995 Commission meeting.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 8, 1995

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

August 1, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Second Amendment to Ground Lease with HHC Investments, Ltd. located at Montgomery and Francisco Streets

DIRECTOR'S RECOMMENDATION: APPROVE SECOND AMENDMENT TO LEASE WITH HHC INVESTMENTS, INC.

HCC Investments, Ltd. is the ground lessee under Port Lease No. L-8618, dated June 28, 1974, ("Ground Lease") for 153,357 square feet of land comprising Seawall Lots 315, 316 and 317, which are located at Montgomery and Francisco Streets. The leased premises have been improved with a mixed use commercial office complex, commonly known as Francisco Bay Office Park.

Two needed clarifications to property descriptions contained in the Ground Lease have been identified. While the Ground Lease contemplated the possible reduction in size of the leased premises due to construction of the Waterfront Transportation Project, the leased premises have not in fact been affected by this project. However it was discovered that the legal description contained a clerical error and needed to be revised. The Ground Lease also refers to an adjacent parcel of property as the "Santa Fe Parcel", but no legal description was provided for this parcel. The Santa Fe Parcel is not a part of the leased premises, but the Port does have the option to purchase this parcel at the end of the lease term in 2040. Port staff recommends that the description of the Santa Fe Parcel be identified with more specificity. Port staff therefore proposes that the Ground Lease be amended as follows:

1. Revise the legal description and site plan for the leased premises to correct an inaccuracy.

2. Add a legal description for the "Santa Fe Parcel" referred to in the Ground Lease.

These changes are incorporated into the proposed Second Amendment to Lease attached hereto. Upon approval of the Second Amendment to Lease, the document shall be recorded.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. 9B

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-66

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it
RESOLVED,	that the Port Commission hereby approve the Second Amendment to Ground Lease with HHC Investments, Ltd. on the terms set forth in the Memorandum of Agenda Item No. 9B for the Port Commission Meeting on August 8, 1995, and hereby authorizes the Executive Director of the Port to execute the same on behalf of the Port and forward the Second Amendment to the San Francisco Board of Supervisors for approval pursuant to City Charter Section 7.402-1.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 8, 1995.

____
Secretary

G:\wp51\agendas\crent.mem\ML\cp\July 18, 1995

SECOND AMENDMENT TO LEASE

THIS SECOND AMENDMENT TO LEASE (this "Amendment") dated for reference purposes as of June 21, 1995, is made by and between THE CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation, by and through THE SAN FRANCISCO PORT COMMISSION ("Port"), as landlord, and HHC INVESTMENTS, LTD., a Nevada corporation ("HHC"), as tenant, with reference to the following facts which the parties hereto deem true and correct and are herein incorporated by this reference.

RECITALS:

A. Port, as landlord, and Francisco Bay Office Park, a limited partnership, as former tenant, entered into that certain Lease dated June 28, 1974, as amended by that certain First Amendment to Lease dated December 8, 1976 (the "Lease").

B. The Lease has been assigned more than once and is now held by HHC pursuant to that certain assignment of lease dated as of August 12, 1988.

C. An amendment of the Lease requires the approval of the San Francisco Board of Supervisors pursuant to Section 7.402-1 of the San Francisco City Charter in addition to the approval of the Port Commission.

D. The parties now desire to amend the Lease in several material respects to correct certain terms, delete certain provisions and to otherwise add provisions to further clarify the lease.

AGREEMENT:

NOW, THEREFORE, in consideration of the Recitals set forth above and the covenants, conditions and terms set forth herein, the parties hereto agree as follows:

1. Description of Leased Premises. Exhibit A attached to the Lease is hereby deleted, and Revised Exhibit A attached hereto is substituted therefor. The leased premises are cross-hatched on the drawing attached hereto as Exhibit A-1.

2. Description of Santa Fe Parcel. The parties hereto agree that the "Santa Fe Parcel" referred to in Section 1(b) of the Lease is the parcel described in Exhibit B attached hereto.

3. No Other Modifications. Except as specifically amended herein, all the other terms, covenants and conditions set forth in the Lease shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Second Amendment to Lease as of the date first set forth above.

THE CITY AND COUNTY OF SAN FRANCISCO a municipal corporation, operating by and through THE SAN FRANCISCO PORT COMMISSION

By: ______________________________
Dennis P. Bouey
Executive Director

Resolution No. ____________________

Board of Supervisors
Ordinance No. ____________________

APPROVED AS TO FORM:

LOUISE H. RENNE, City Attorney

By: Neil Se
Deputy City Attorney

HHC INVESTMENTS, LTD., a Nevada corporation

By: ______________________________

Name: Eric Gjelde

Title: Asst. Secretary

DESCRIPTION OF LEASED PREMISES

Parcel A

That portion of the 50 Vara Block No. 57 B as per the Monument Map of the Fifty Vara District in the "G" Maps at page 151 in the Office of the County Recorder of San Francisco County, State of California, described as follows:

> Beginning at the intersection of the northerly line of Francisco Street and the westerly line of Montgomery Street; thence westerly along said northerly line of Francisco Street 206 feet to the southeasterly corner of the land of Atchison, Topeka and Santa Fe Railway Company; thence northerly 275 feet along the easterly line thereof to the southerly line of Bay Street; thence easterly 136.50 feet along the southerly line of said Bay Street to the southwesterly line of The Embarcadero; thence southeasterly 93.13 feet along said southwesterly line to the westerly line of Montgomery Street; thence southerly 213.17 feet along said westerly line of Montgomery Street to the point of beginning.

Parcel B

All of fractional 50 Vara Block No. 40 A as per the Monument Map of the Fifty Vara District in the "G" Maps at Page 151 in the Office of the County Recorder of San Francisco County, State of California, described as follows:

> Beginning at the intersection of the northerly line of Francisco Street with the easterly line of Montgomery Street; thence northerly 155.78 feet along the easterly line of said Montgomery Street to the southwesterly line of The Embarcadero; thence along The Embarcadero at a deflection angle of 131°32'27" to the right for a distance of 113.90 feet; thence at a deflection angle of 9°57'44" to the right for a distance of 102.54 feet to the northerly line of Francisco Street; thence westerly 149.08 feet along said northerly line to the point of beginning.

REVISED EXHIBIT A
(page 1 of 2)

Parcel C

All of the 50 Vara Block 40 B as per Monument Map of the 50 Vara District in the "G" Maps at Page 151 in the Office of the County Recorder of San Francisco County, State of California, described as follows:

> Beginning at the intersection of the easterly line of Montgomery Street with the northerly line of Chestnut Street; thence northerly 275 feet along the easterly line of Montgomery Street to the southerly line of Francisco Street; thence easterly along said southerly line 204.32 feet to the southwesterly line of The Embarcadero; thence southeasterly 334.44 feet along said southwesterly line to the westerly line of Sansome Street; thence south along said westerly line 13.26 feet to the northerly line of Chestnut Street; thence westerly 412.50 feet along said northerly line to the point of beginning.

EXCEPTING FROM Parcels A, B and C and reserving unto the State of California all subsurface mineral deposits, including oil and gas deposits, together with the right of ingress and egress on said land for exploration, drilling and extraction of such mineral, oil and gas deposits, as set forth in Chapter 1333, Statutes of 1968 and amendments thereto, and upon the terms and provisions set forth therein.

REVISED EXHIBIT A

(page 2 of 2)

DESCRIPTION OF SANTA FE PARCEL

Lots 3 and 4, as shown on the Map entitled "Being a Resubdivision of a Portion of the 50 Vara Block No. 573, as per Monument Map of the Fifty Vara District", which map was filed for record in Book "G" of Maps at page 151 in the Office of the County Recorder of San Francisco County, State of California, also Being a portion of Assessor's Block No. "37", filed February 28, 1978 in the Office of the Recorder of the City and County of San Francisco, State of California, in Book 7 of Parcel Maps at Page 64.

EXCEPTING THEREFROM all minerals contained in the above described land, including, without limiting the generality thereof, oil, gas and other hydrocarbon substances, as well as metallic or other solid minerals, providing that Santa Fe shall not have the right to go upon or use the surface of said land, or any part thereof, for the purpose of drilling for, mining, or otherwise removing, any of said minerals. Santa Fe may, however, and hereby reserves the right to, remove any of said minerals from said land by means of wells, shafts, tunnels, or other means of access to said minerals which may be constructed, drilled or dug from other land, provided that the exercise of such rights by Santa Fe shall in no way interfere with or impair the use of the surface of the land hereby conveyed or of any improvements thereon, as reserved in the Deed from The Atchison, Topeka and Santa Fe Railway Company, recorded June 28, 1974, in Book B904, Page 544, in the Office of the Recorder of the City and County of San Francisco, State of California.

EXHIBIT B

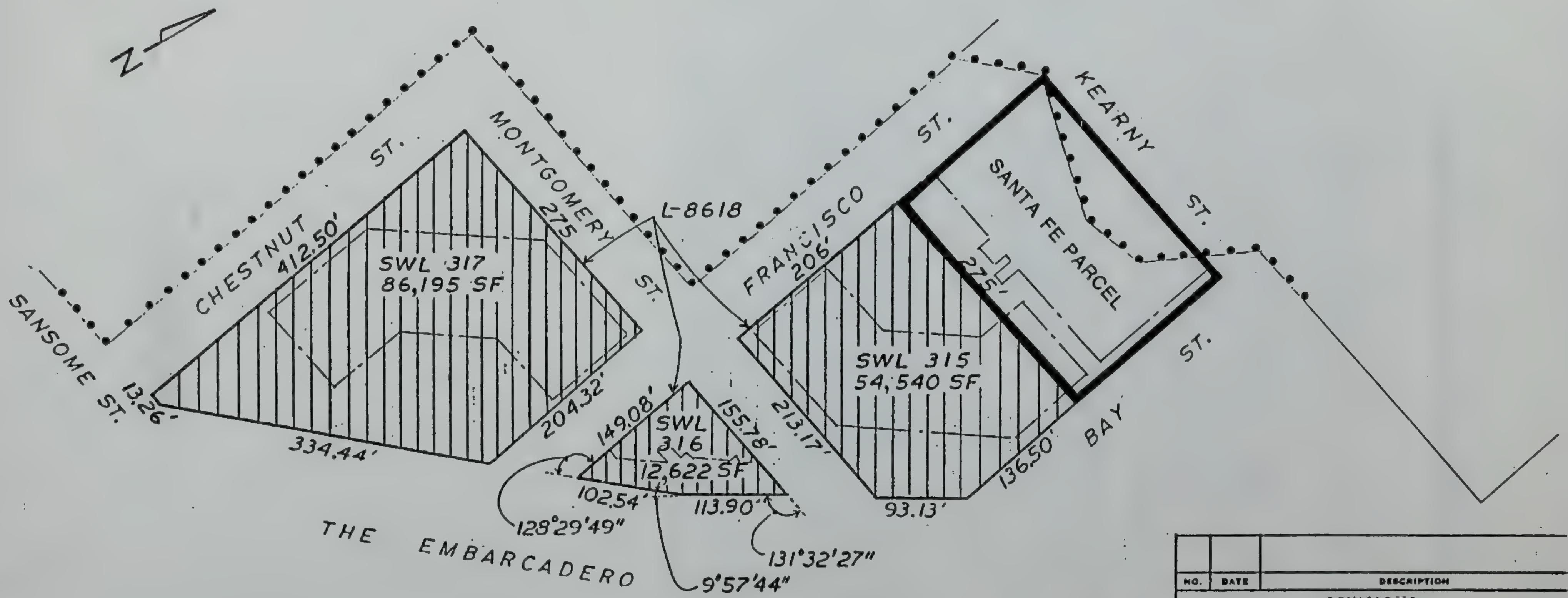
N
SANSOME ST.
CHESTNUT ST.
412.50'
MONTGOMERY ST.
275
L-8618
FRANCISCO ST.
206'
KEARNY ST.
SANTA FE PARCEL
275'
BAY ST.
SWL 317
86,195 SF
SWL 316
12,622 SF
SWL 315
54,540 SF
13.26'
334.44'
204.32'
149.08'
155.78'
213.17'
102.54'
113.90'
93.13'
136.50'
128°29'49"
9°57'44"
131°32'27"
THE EMBARCADERO

EXHIBIT A-1

Contract No. L-8618

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE 5-1-95

CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

HHC INVESTMENTS
LIMITED

IN CHARGE OF
MADE BY R.C.
TRACED BY
CHECKED BY
DATE
SCALE
DRAWING NO. 3150
SHEET NO. 1 OF SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

August 1, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of travel for two Port representatives to attend the American Association of Port Authorities' National Conference in New Orleans, Louisiana in accordance with the Port's Fiscal Year 1995-1996 budget.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

The American Association of Port Authorities (AAPA) will hold its national conference in New Orleans from October 15-19, 1995. The Port has not attended the annual conference for the past two years.

This conference is the primary venue for AAPA to consider positions on pending Federal legislative issues for the forthcoming Congressional year. Our Port will be participating in discussions related to proposals for restructuring the U.S. Department of Transportation, financing of dredging projects and maritime reform. This year's conference will also provide us with an opportunity to obtain support from ports throughout the country for reforming the Passenger Services Act of 1886. Changes to this Federal law are critical to developing new market opportunities for our Port's cruise industry so San Francisco can become a new destination for cruises between U.S. ports. By participating in this conference, our staff will also be able to learn current information about operational, administrative and marketing issues facing U.S. ports.

The Executive Director seeks approval to have Mr. Ben Kutnick, Director of Administration and Ms. Veronica Sanchez, Manager of Governmental Affairs, attend the conference. This request is in accordance with the Port Commission's Fiscal Year 1995/96 budget and the total cost of this trip for both representatives to attend is $3,125.

Prepared by: Veronica Sanchez, Manager
Governmental Affairs

THIS PRINT COVERS CALENDAR ITEM NO. 9C

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-67

WHEREAS, The Executive Director is requesting authorization for two Port representatives, Mr. Ben Kutnick, Director of Administration and Ms. Veronica Sanchez, Manager, Governmental Affairs to travel to New Orleans, Louisiana to attend the national conference of the American Association of Port Authorities (AAPA) from October 15-19,1995 for the purpose of representing the Port on issues to be considered by AAPA for its Federal legislative agenda; and to learn about current market, and administrative issues facing ports throughout the country.

WHEREAS, The cost of this trip has been included in the Port Commission's Fiscal year 1995-1996 budget; now, therefore, be it

RESOLVED, that the Port Commission hereby approves this travel request.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of August 8, 1995.

Secretary

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8/8/95

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
AUGUST 8, 1995

1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 4:03 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, and Anne Halsted. Commissioners Francis O'Neill and Michael Hardeman arrived at 4:07 p.m.

2. APPROVAL OF MINUTES - July 25, 1995 Meeting

ACTION: Commissioner Lee moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the minutes were adopted.

3. EXECUTIVE

A. Executive Director's Report

Mr. Bouey reported that:

1) At the last meeting, the resetting of the percentage rent for the Fisherman's Wharf leases was discussed. In that meeting, Mr. Bouey indicated to the Commission that staff made an offer of arbitration to the group of restaurants represented by Mr. Reuben. Mr. Bouey indicated he would place on today's calendar either arbitration or the recommended percentage rent increases. Also at that meeting, Mr. Reuben and his clients were unanimous in their demand that arbitration be on today's calendar. Shortly after the last meeting, Mr. Bouey was informed by Mr. Reuben, because of the absence of several people during this interim period, they would be unable to come to conclusion on the issue of arbitration in time for today's meeting. Mr. Bouey granted them an extension and hopes that this item will be before the Commission at its second meeting in August.

2) Yesterday, the ILWU workers had a West Coast one-day walk out. This walk out was prompted by a disciplinary action taken against a worker in Seattle. Calls were made to Local 10 in San Francisco but none were returned. This is the first time in 20 years that a cruise ship has not been worked on. The Crystal Symphony was in town yesterday; fortunately, the ship's crew was able to get the passengers off and new passengers on as well as the stores. The ship, however, was delayed in its departure by an hour and 45 minutes. Port staff is still trying to make contact with the union to ensure that this does not happen again. The Port would like to extend a goodwill gesture toward the affected shipping line. Mr. Bouey stated that he is inclined to forgive their yesterday's dockage fee.

Commissioner Cook inquired whether there was an advance notice by the ILWU of their action. Mr. Bouey responded to the negative. Commissioner Halsted inquired whether the incident affected other ports. Mr. Bouey responded that San Francisco, San Diego and Seattle were affected; the union workers in Los Angeles, however, did work.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

A. Approval of assignment of Horse Drawn Carriage Use Permit at Fisherman's Wharf to Jeff Sears and William Perkins. (Resolution No. 95-64)

Mr. Bouey stated that last May, in response to an RFP for the non-exclusive curb space for horsedrawn carriages, two responsive proposals were received: (1) John Jenkel and (2) Jeff Sears and Gilles Cohen. The Commission awarded the contract to Jeff Sears and Gilles Cohen and they subsequently received from the Police Department the permits that they were required to have to make the Port permit effective. Subsequent to that, there apparently was a falling out between the two partners and Port suspended the implementation of the Port permit. There was an allegation made by Mr. Jenkel that Gilles Cohen was never a partner, but rather an employee, and their application should have been deemed non-responsive. An examination of the situation revealed two things: (1) At the time of award, Mr. Cohen signed a number of documents indicating that he was, in fact, an owner; therefore, staff felt that the award was proper and (2) in a conversation with Kirk Bennett, within the last couple of days, Mr. Cohen again reaffirmed that he, indeed, had been an owner and not an employee. While the Port is concerned with safety, when the Port awarded the franchise, it was subject to obtaining the proper permits from the Police Department. The Police Department, in turn, has reviewed the application and awarded the proper permits to Mr. Sears and his new partner.

Mr. John Jenkel, Carriage Charters, inquired about Mr. Cohen's disposition of the permit as a co-signatory owner. Mr. Bouey responded that it's his understanding Mr. Cohen has quit that partnership and it's for that reason that the Port suspended the implementation of that permit. In that interim period, Mr. Sears has entered into a new partnership with Mr. William Perkins. It's also his understanding that the permits from the Police Department have been issued to Mr. Sears and Mr. Perkins as part of that partnership. Mr. Jenkel stated that he was before the Commission last July 25 and spoke about the breach of faith. He claimed that Mr. Sears misled Mr. Cohen, the City Attorney and the Port resulting in a considerable financial loss to him. He further claimed that Mr. Sears' RFP sales projections were fiction. He stated that the combination of inexperienced people and inexperienced horses of a totally inefficient enterprise is a formula for a disaster. The Port made a commitment to carriages at the triangle with the 1994 RFP. The community hopes that the Port stands by its commitment. If the Commission votes for the staff's recommendation, it will be the end of carriages at Fisherman's Wharf. He further claimed that as of August 1, Waterfront Carriage's insurance was canceled. Based on these facts, he asked the Commission to deny the staff's recommendation.

Commissioner Lee inquired whether the Port is abiding by the law by allowing substitution of a new partner with the existing carriage operator. Legal Counsel Rob Maerz responded that the operating permit granted Jeff Sears and Gilles Cohen as partners in the Waterfront Carriage the right to operate horsedrawn carriage at the Fisherman's Wharf triangle. As a result of the break up of the partnership, the Port suspended the permit, rather than revoking it and they agreed to discontinue operating during the suspension period. The new partnership is asking for the Commission's approval of an assignment of transfer of the preexisting permit to the new permit entity. Legally, the Port has the authority to approve such a transfer. Concerned about safety, Commissioner Lee further inquired whether Port staff has done any investigation with regard to the new partners' capability of professionally handling horses. Mr. Maerz responded that staff has verified that a partnership exists and there is a written partnership agreement. Staff has relied on the Police Department to review the competency of the new partnership with respect to their experience and operational capabilities. Mr. Kirk Bennett, Manager of Fisherman's Wharf, stated that when the assignment was first presented to the Port, information was requested regarding the proposed assignee. The references given did confirm that Mr. Perkins had good horse experience and have been involved in training horses. His most recent experience was with Mr. Jenkel. In addition, staff has received information from Mr. Jenkel regarding Mr. Perkins. All of the information was given to the San Francisco Police Department as part of their permit process evaluating public safety. Analogous to the motorized cable cars, analogous to ferry excursions, we rely upon the PUC or the Coast Guard to evaluate the public safety issues. Therefore, the bulk of the investigation was done by the Police Department. Mr. Bouey pointed out there is a certain inherent danger of having horsedrawn carriages. Based on our knowledge today, with a reasonable sense of confidence, staff recommends that Commission endorse this new partnership. If a problem occurs, it will be re-evaluated and a decision made at that time whether to curtail horsedrawn carriages operation. Mr. Maerz reminded the Commission that the permit issued is a 30-day revokable permit. In the event that there were any problems safety or otherwise, the Port reserves a right to terminate the permit or revoke it.

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Amendment to Leasing Parameters Rental Rate Schedule to add Roundhouse Plaza located at Lombard Street and The Embarcadero. (Resolution No. 95-65)

B. Approval of Second Amendment to Ground Lease with HHC Investments, Ltd. located at Montgomery and Francisco Streets. (Resolution No. 95-66)

C. Approval of travel for two Port representatives to attend the American Association of Port Authorities' National Conference in New Orleans, Louisiana, in accordance with the Port's Fiscal Year 1995/96 budget. (Resolution No. 95-67)

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the items on the Consent Calendar were adopted.

10. NEW BUSINESS / PUBLIC COMMENT

Mr. John Jenkel referred to Kirk Bennett's August 3, 1995 letter advising him of the termination of Port License to Use Space Non-Exclusive No. 10409. He enumerated the reasons mentioned in the letter and offered his justification. He stated he was never cited by the Health Department for stabling his horses overnight. He maintains that issues #1 and #2 listed in the letter do not have any credibility. He is not sure why he is being terminated.

11. EXECUTIVE SESSION

At 4:32 p.m., the Commission Secretary announced that the Commission will withdraw to Executive Session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING PENDING AND ANTICIPATED LITIGATION MATTERS

(1) Joseph Messina v. CCSF
San Francisco Superior Court No. 960-166

(2) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(a)(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

At 5:10 p.m., Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from Executive Session and convened in public session.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the Executive Session. Commissioner Hardeman seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 5:12 p.m.

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Cancelled

PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, AUGUST 22, 1995 AT 4:00 P.M.
IS HEREBY CANCELLED

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A SPECIAL PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, AUGUST 29, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

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pecial

SAN FRANCISCO PORT COMMISSION

SPECIAL MEETING
4:00 P.M., TUESDAY, AUGUST 29, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - August 8, 1995 Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

   A. Consent to seaplane use at Pier 39. (Resolution No. 95-59)

   B. Approval of Fourth Amendment to Option to Lease Property with the Redevelopment Agency of the City and County of San Francisco extending the term of Option to Lease Parcels M-1 and M-2, located at Seawall Lot 336 and 335 through July 31, 1996. (Resolution No. 95-69)

   C. Approval of an Exclusive Right to Negotiate Agreement with Carl Ernst, Jr. and Pier 38 Maritime Recreation Center, Inc. for a 20-year lease with three 5-year Options for a maritime recreation center at Pier 38. (Resolution No. 95-70)

   D. Modification to First Amendment to Lease between the Port and Allright Parking, Inc. at Seawall Lot 330. (Resolution No. 95-71)

6. **FACILITIES & OPERATIONS**

   A. Authorize Contract Amendment No. 2 to Roma Design Group and Associated Consultants for the downtown ferry terminal project (Contract No. SA 3930045). (Resolution No. 95-73)

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

A. Approval of travel for one Port representative to attend the Waterfront Center's National Conference in Portland, Oregon, in accordance with the Port's Fiscal Year 1995-1996 budget. (Resolution No. 95-74)

B. Contract No. 2584, "Various Locations, Miscellaneous Earthquake Repairs," authorization to accept the work and make final payment to the Contractor. (Resolution No. 95-72)

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment __✓__ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

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(1) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

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San Francisco, CA 94111
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Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director DPB

SUBJECT: Consent to seaplane use at Pier 39.

DIRECTOR'S RECOMMENDATION: CONSENT TO SEAPLANE USE AT PIER 39

Background

In 1994, the Pier 39 Limited Partnership, which operates Pier 39 under Port Lease No. 9707, proposed conducting seaplane tours from Pier 39. The proposed seaplane tours would be operated by San Francisco Seaplane Tours, Inc., dba Commodore Seaplanes, which has conducted seaplane tours of San Francisco Bay for the past 47 years from its base in Sausalito.

The proposed seaplane operation at Pier 39 would involve one or two 8-passenger seaplanes, which have single engines that have been equipped for low noise generation. An existing dock in the east marina would be used for passenger loading and unloading, with take-offs and landings occurring some distance outside of the breakwater. The proposed tours would last approximately thirty minutes and would follow essentially the same route that the operation has flown from Sausalito. Flights would be limited to fair weather days during the hours of 9AM until sunset, seven days a week. There would be approximately 12-13 flights flown per day, with an average of two take-offs per hour.

THIS PRINT COVERS CALENDAR ITEM NO. 5A

The proposed seaplane operation required the following approvals: environmental review and conditional use approval from the San Francisco Planning Department; approval from BCDC; and consent to the use by the San Francisco Port Commission. In order to assess and evaluate the proposed seaplane operation, a temporary trial period was allowed by these agencies. During this trial period (which has now expired), a noise assessment study was conducted, which evaluated noise generated by the seaplane operation. In addition, a separate study was conducted by the Marine Mammal Center to determine any potential impacts from the seaplane operation on the sea lion colony at Pier 39.

Based on the evaluation of the temporary seaplane operation, the San Francisco Planning Department issued a Certificate of Determination of Exclusion from Environmental Review, dated February 23, 1995, a copy of which is attached hereto as Exhibit 1. This certificate states that the studies did not demonstrate any negative impacts from the temporary seaplane operation and that there would be no significant effect on the environment if a modification of the original Pier 39 conditional use permit is granted to allow a long-term seaplane operation. On March 16, 1995, the City Planning Commission also approved amending the Pier 39 Conditional Use Permit to allow seaplanes to operate from Pier 39, subject to certain conditions. The conditional use authorization, which is attached hereto as Exhibit 2, further describes the proposed seaplane operation, the findings regarding the proposed operation, and the conditions for permitting this operation. On June 29,1995, BCDC also approved an amendment to its permit for Pier 39 allowing the seaplane operation. A copy of this approval is attached hereto as Exhibit 3. As a part of the environmental review, both the Coast Guard and the Federal Aviation Administration also reviewed and approved the proposed seaplane operation.

Proposed Port Consent

The Pier 39 Master Lease (Port Lease No. L-9707), as amended on October 31, 1979, authorized certain specified uses, none of which includes seaplane type activities. Per the Pier 39 Master Lease, any new use or change of use requires consent by the Port. The Pier 39 Master Lease also requires that the Port and Tenant negotiate the new rent due the Port for the new or changed use after the Port has granted its consent to the use. If Port and Tenant are unable to agree on a new rent, the Lease provides for binding arbitration.

Port staff recommends that the Port Commission grant its consent for operation of seaplane rides and excursions to the general public and moorage of seaplanes at Pier 39, under the Pier 39 Master Lease, subject to the conditions stated in Exhibit A of the attached Resolution No. 95-59. Port staff also recommends that the Port Commission grant authority to the Executive Director to negotiate and accept a new rental schedule for the seaplane operation and to arbitrate this rental schedule if necessary.

Prepared By: Frederick D. White, Director, Tenant and Maritime Services

I:\wp51\seaplane.mem\KB\cp\June 29, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-59

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, pursuant to Section VI.B of that lease agreement dated October 31, 1979, by and between North Point Center, Inc, as Tenant, and the City and County of San Francisco acting through its Port Commission, as Landlord, as amended, (the "Lease"), Tenant is permitted to change uses authorized by the Lease or to add a facility, operation or use not specifically authorized by the Lease; and

WHEREAS, the Port has the right of approval and consent to such intended change of use, not to be unreasonably withheld; and

WHEREAS, the Port Commission's consent has been requested for use of the premises under the Lease for moorage of seaplanes and embarkation and disembarkation of passengers for seaplane tours; and

WHEREAS, the City's Office of Environmental Review has determined that the seaplane operation from the premises is exempt from review under the California Environmental Quality Act (CEQA) pursuant to a general rule exclusion (CEQA Guidelines Section 15061(b)(3); now, therefore, be it

RESOLVED, that the Port Commission hereby approves the new use consisting of moorage of seaplanes and embarkation and disembarkation of passengers for seaplane flights and tours subject to satisfaction and compliance with those conditions attached hereto as Exhibit A; and, be it further

RESOLVED, that the Port Commission hereby authorizes the Executive Director to reach agreement with Tenant on an appropriate rental schedule applicable to such use or to pursue arbitration in accordance with the provisions of the Lease, provided that the effective date of the rental schedule established shall be retroactive to the date of this Resolution.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

____

Secretary

EXHIBIT A

Conditions to Port Approval of Seaplane Use at Pier 30
(Attachment to Resolution No. 95-59)

1. **Compliance With All Applicable Laws.** Tenant and its Subtenant seaplane operator ("Subtenant") shall comply with all permits required and issued with respect to embarkation and disembarkation of passengers, operation of seaplane tours and excursions and moorage of seaplanes, including, without limitation, compliance with BCDC Permit No. M95-10 and City Planning Commission Conditional Use Authorization 94.151C, including compliance with all laws relating to or affecting use of the premises under Lease applicable to the approved use currently in effect or which may hereafter be in effect at any time during the remainder of the Lease term, whether or not now contemplated by the parties.

2. **No Cost or Liability on the Part of Port.** All costs associated with any approvals for or operation of the proposed use shall be borne by Tenant or Subtenant and Tenant or Subtenant shall be solely responsible for complying with any and all conditions imposed by regulatory agencies and shall pay any and all fines or penalties imposed as a result of the failure of Tenant or Subtenant to comply with the terms and conditions of any regulatory approvals and, to the fullest extent permitted by law, Tenant and Subtenant agree to defend, indemnify and hold City, Port and their agents harmless from and against any loss, expense, costs, damage, attorney's fees, penalties, claims or liabilities which City or Port may incur as a result of Tenant's or Subtenant's failure to obtain or comply with the terms and conditions of any regulatory approvals or as a result of operation of the approved use any harm to person or property resulting therefrom.

3. **Insurance.** In addition to the insurance which Tenant is required to carry pursuant to the Lease, Tenant shall maintain or cause Subtenant to maintain at all times aircraft liability insurance, with limits of not less than FIVE MILLION DOLLARS ($5,000,000) each occurrence, combined single limit, for bodily injury and property damage which names the City and County of San Francisco and the Port Commission, their officers, agents and employees as additional insureds, such insurance to be underwritten by a company or companies reasonably acceptable to the Port, with Tenant or Subtenant also to provide Port with certificates of insurance evidencing such coverages.

4. **Payment of Rent.** Tenant acknowledges that pursuant to Port Resolution 95-59, upon agreement between Port and Tenant of an appropriate rental schedule applicable to the seaplane use, the effective date of such rental schedule shall be retroactive to the date of this Resolution.

5. **Acknowledgment.** Prior to operation of the seaplane pursuant to the consent granted in Port Resolution 95-59, Tenant shall provide Port with an acknowledgment of its agreement to comply with all of the foregoing conditions.

ok/

President PIER 39

PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Fourth Amendment to Option to Lease Property with the Redevelopment Agency of the City and County of San Francisco, Extending the Term of Option to Lease Parcels M-1 and M-2, located at Seawall Lots 336 and 335 Through July 31, 1996

DIRECTOR'S RECOMMENDATION: APPROVE FOURTH AMENDMENT TO OPTION TO LEASE PROPERTY

I. BACKGROUND

The Port Commission ("Port") leases ten parcels of real property to the San Francisco Redevelopment Agency ("Agency") pursuant to an Option to Lease Real Property, numbered O-10898, dated September 26, 1984. The parcels, located in the South Beach area along the Embarcadero, are more particularly shown in Exhibit A attached hereto.

The Agency has exercised the Option to Lease on a number of occasions with respect to individual parcels, and to date has leased all of the parcels subject to the Option except for Parcels M-1 and M-2 located at Seawall Lots 336 and 335 respectively. Parcels M-1 and M-2 are subject to the South Beach/Rincon Redevelopment Plan, which designates parcels M-1 and M-2 as a part of a major park. The Agency would like to lease Parcels M-1 and M-2 in order to complete the second phase of a major park presently being constructed on the adjacent Parcels M-3 and M-4.

THIS PRINT COVERS CALENDAR ITEM NO. **5B**

Under the Option, the Agency cannot enter into the leases for Parcels M-1 and M-2 unless it can make a statement that (1) the parcels are no longer under consideration as the site of a downtown sports stadium; and (2) that the Agency and the Port have reached agreement on a mutually satisfactory solution regarding the relocation of the Port's maintenance department operation from Pier 46B and from the corporation yard adjacent thereto; and regarding access to the second story of the building on Pier 46B and the building on Sea Wall Lot 336. The Agency is unable to make those statements at this time because those matters are still unresolved.

The Option is scheduled to expire on September 26, 1995. The Agency would like an extension of the Option as to Parcels M-1 and M-2 only. Such extension would allow the Agency to retain the right to lease parcels M-1 and M-2 while those matters are resolved. The proposed Amendment extends the termination date of the Option Agreement through July 31, 1996 as to Parcels M-1 and M-2. A copy of the proposed Amendment is attached hereto. The proposed resolution attached hereto also authorizes the Port Executive Director to provide an additional Option extension after July 31, 1996 of up to one year if he determines such extension to be warranted.

Because this Amendment affects an agreement having a term of over ten years, and revenues of over One Million Dollars, Charter Section 7.402-1 requires that the Board of Supervisors approve this Amendment by ordinance.

Prepared by: Neil H. Sekhri, Assistant Port General Counsel

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-69

WHEREAS, Charter Section 3.581 empowers the Port Commission with power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, The Port Commission and the Redevelopment Agency are parties to the Option to Lease Real Property, numbered O-10898 (the "Option"); and

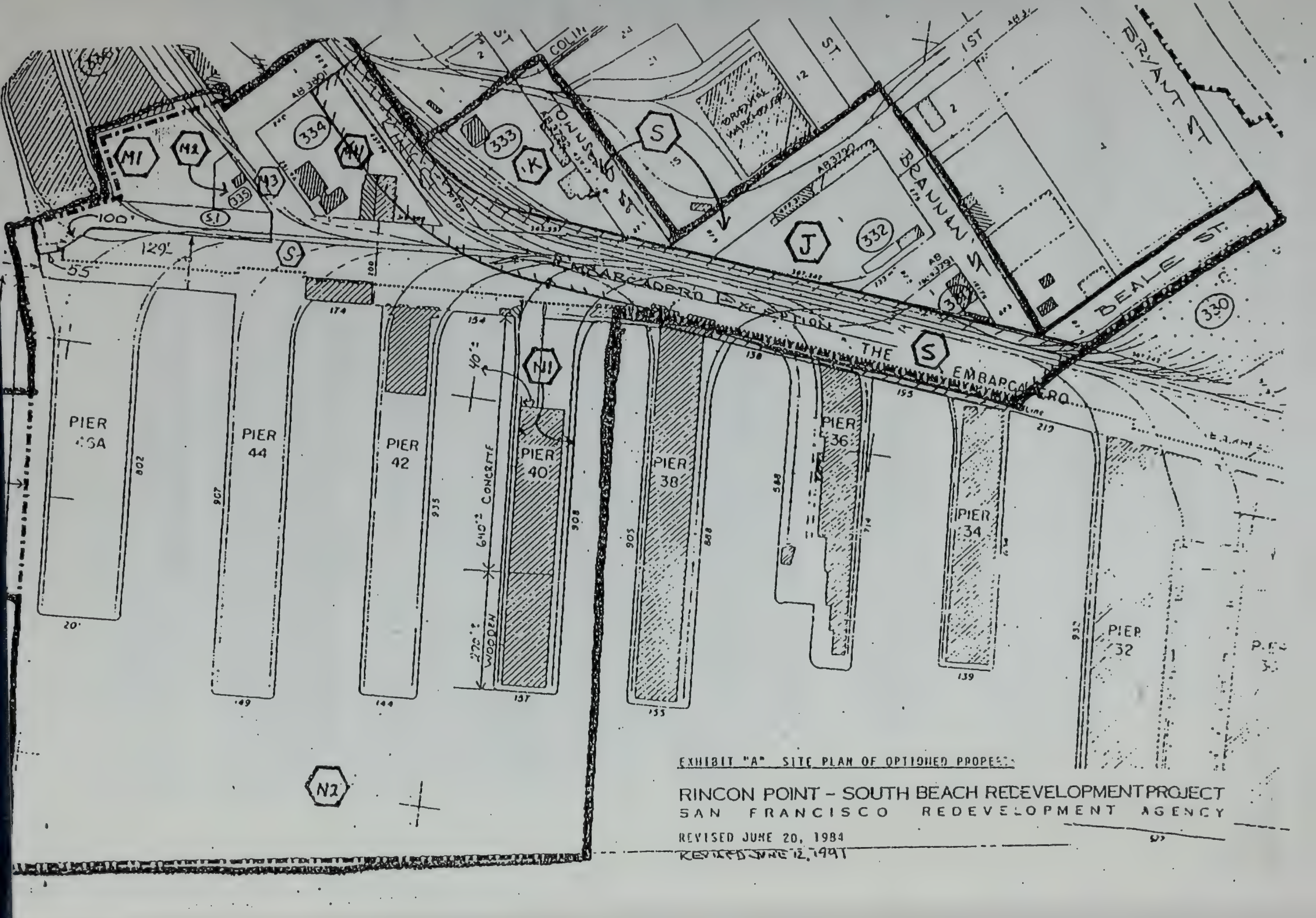
WHEREAS, Port Commission approval is being sought for the Fourth Amendment to Option to Lease Real Property, a copy of which is on file with the Secretary of the Port Commission, which would extend the term of the Option through July 31, 1996, with respect to Parcels M-1 and M-2 only; now, therefore, be it

RESOLVED, That the Executive Director is directed to forward said Fourth Amendment to Option to Lease Real Property to the San Francisco Board of Supervisors for its approval by ordinance pursuant to City Charter Section 7.402-1, and upon approval thereby, to execute the Fourth Amendment; and be it further

RESOLVED, that the Executive Director is hereby authorized to grant additional extensions to the term of the Option after July 31, 1996 of up to one year with respect to Parcels M-1 and M-2 if he determines such extension to be warranted.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary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AB 3772
ORIGINAL WAREHOUSE
TOWNSEND ST
BRANNAN ST
BEALE ST
BRYANT ST
COLIN
1ST
THE EMBARCADERO
EMBARCADERO EXCEPTION

EXHIBIT "A" SITE PLAN OF OPTIONED PROPERTY

RINCON POINT - SOUTH BEACH REDEVELOPMENT PROJECT
SAN FRANCISCO REDEVELOPMENT AGENCY

REVISED JUNE 20, 1984
REVISED JUNE 12, 1991

FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY

THIS FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY ("Amendment"), dated for reference purposes only as of August 29, 1995, by and between **THE CITY AND COUNTY OF SAN FRANCISCO**, a municipal corporation, acting by and through the **SAN FRANCISCO PORT COMMISSION** ("Port"), and **THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO**, a public body corporate and politic ("Agency"), is made with reference to the following facts:

RECITALS

A. Port and Agency entered into that certain Option to Lease Real Property on September 26, 1984, as amended by that First Amendment to Option, dated July 30, 1991, Second Amendment to Option to Lease, dated as of February 1, 1995, and Third Amendment to Option to Lease, dated as of July 11, 1995. The Option allows the Agency until September, 1995 to enter into leases of all or parts of ten defined parcels around South Beach Harbor in the Rincon Point South Beach Redevelopment Area.

B. The Agency has exercised the Option and entered into leases of all the parcels subject to the Option except for Parcels M-1 and M-2 (Seawall lots 336 and 335). Section (1) of the Option states that the Option shall expire and all rights and privileges thereunder shall terminate at 5 p.m. Pacific time, on September 26, 1995 with respect to any of the real property or any portion or portions thereof for which it has not been exercised.

C. Section (3)(b) of the Option provides that each exercise of Option shall contain statements that the subject option parcel or parcels are no longer under consideration as the site of a downtown sports stadium, and that the Agency and the Port have reached agreement on a mutually satisfactory solution regarding (1) the relocation of the Port's maintenance department operation from Pier 46B and from the corporation yard adjacent thereto, and (2) access to the second story of the building on Pier 46B and the building on Seawall Lot 336.

D. The matters described in Recital C above regarding the ballpark and relocation from 46B have not been resolved with regard to Parcels M-1 and M-2, and will likely not be resolved prior to the Option termination date on September 26, 1995.

E. The parties desire to extend the Option termination date with regard to Parcels M-1 and M-2 through July 31, 1996.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Port and Agency hereby agree to amend the Option as follows:

AGREEMENT

1. Recitals. The foregoing recitals are true and correct and are incorporated herein by this reference.

2. Amendment of Option.

Section (1). Section (1) of the Option, regarding, entitled "Term of Option" is hereby amended to include the following sentence:

> Notwithstanding the foregoing, with respect to Parcels M-1 and M-2 only, as shown on Exhibit A attached hereto, this Option shall expire and all rights and privileges hereunder shall terminate at 5 p.m. Pacific time, on July 31, 1996, unless further extended in writing signed by both Port and Agency.

3. Remaining Terms. Except as expressly provided herein, all of the terms and conditions of the Option, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Lease as of the date first set forth above.

PORT	AGENCY
CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation, operating by and through the SAN FRANCISCO PORT COMMISSION	REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
By:________________________	By:____________________
DENNIS P. BOUEY Executive Director	Its:______________

APPROVED AS TO FORM:

LOUISE H. RENNE
City Attorney

By:______________________
NEIL H. SEKHRI
Deputy City Attorney

APPROVED AS TO FORM:

By:______________________
DAVID MADWAY
Agency General Counsel

Port Commission Resolution
No.____________________

Agency Commission Resolution
No.______________________

Board of Supervisors Resolution
No.

PORT OF SAN FRANCISCO

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MEMORANDUM

August 22 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of an Exclusive Right to Negotiate Agreement with Carl Ernst, Jr. and Pier 38 Maritime Recreation Center, Inc. for a 20 year Lease with three 5-year Options for a maritime recreation center at Pier 38.

DIRECTOR'S RECOMMENDATION: APPROVE EXCLUSIVE RIGHT TO NEGOTIATE AGREEMENT WITH CARL ERNST, JR. AND PIER 38 MARITIME RECREATION CENTER, INC.

BACKGROUND

Carl Ernst, Jr. and Pier 38 Recreation Center, Inc. (collectively "MRC") have approached the Port desiring to lease substantially all of Pier 38 in order to establish a maritime recreation center. The Port's Tenant & Maritime Services Staff have been meeting with the representatives of MRC to develop and refine the terms and conditions of a proposed 20 year Lease with three 5-year Options.

As envisioned, the Pier 38 Maritime Recreation Center would consist of dry boat storage and launching, small boat rental, transient berthing, new and used boat sales, a maritime chandlery, a casual dining snack bar and full service restaurant, ancillary related customer parking and general administrative offices and public facilities and access. The proposed uses are

THIS PRINT COVERS CALENDAR ITEM NO. 5C

consistent with the uses currently permitted for this site. More importantly, the use as a maritime recreation center is consistent with the uses permitted and encouraged under the Draft Waterfront Land Use Plan. Pier 38 would be transformed into an active, inviting location for residents and visitors to gather and enjoy the Waterfront.

MRC projects the creation of 30 new jobs in the City with an annual payroll of over $1,000,000.00. Taxable Annual Sales are projected to gross from an initial level of $1,200,000.00 in 1996 to over $5,400,000.00 by 2005. The MRC Business Plan anticipates that the Lease would generate $8,000,000.00 in rent over the initial twenty year period. In addition, MRC would perform significant renovation of Pier 38 to enhance and prolong its useful life. The Business Plan envisions expenditures exceeding $4.2 Million Dollars allocated as follows: $1,595.000.00 for tenant improvements and repairs, $1,350,000.00 for structural and facility repairs, some of which may be repairs otherwise the obligation of the Port and $1,255,000.00 for fixtures and equipment.

Pursuant to Port Commission Leasing Policy adopted August 22, 1979, and subsequently amended by Resolution 80-95 on September 10, 1980, subsection 10, the Port may enter into negotiations with a tenant without competitive bid when competitive bid is impractical or impossible and the property is proposed to be used for maritime purposes. The proposed use is a maritime-related use. In addition, staff believes that issuing a Request for Proposals for this Facility would prove impractical and impossible for the following reasons:

- The physical condition of the Pier 38 Facility requires substantial repairs. Any bid proposal would require prospective users to underwrite the costs of needed structural, roof and other repairs which would preclude sufficient interest from qualified prospective bidders.

- The range and combination of maritime and related uses in the proposed use at Pier 38 are so unique as to preclude from the field of potential bidders any other users with the interest and ability to undertake the project other than MRC.

- The Port's marketing efforts over the past 3 years have resulted in no other proposals for other acceptable maritime or permitted uses for Pier 38 either under the existing zoning or the Draft Waterfront Plan.

MRC has proposed that the Port grant an Exclusive Right to Negotiate Agreement (Attachment A) commencing August 30, 1995 for a 120-day period to allow the parties to finalize all of the terms and conditions of the proposed lease and to allow MRC to gain California Environmental Quality Act (CEQA) approval from the City Office of Environmental Review. Once CEQA approval is obtained, and the parties have successfully negotiated a lease agreement, the Lease will be calendared for Port Commission approval and then be forwarded to the Board of Supervisors. The terms and conditions of the proposed Lease are summarized below.

PARAMETERS OF LEASE

Premises

The Premises is comprised of 68,000 useable square feet (net of fire lane) of shed space, 28,000 square feet of apron, 3,600 square feet of bulkhead office, and 180,000 square feet of water space.

Uses

Permitted Uses

A maritime recreation center limited to dry boat storage and launching facilities; transient berthing for not more than 72 hours per visit; small boat rental; maritime recreational equipment rental; new and used boat sales occupying not more than 7,500 square feet; a maritime chandlery occupying not more than 2,500 square feet; Casual Dining and Full Service Dining including therein the sale of alcoholic beverages for on site consumption occupying not more than 5,000 square feet (No sales of alcoholic beverages for off-site consumption shall be permitted); general and administrative offices for related functions; customer parking for a maximum of 100 vehicles; related support locker room(s) which may include up to two (2) whirlpool baths and two (2) saunas; public access, restrooms and other public facilities.

Prohibited Uses

The Lease will prohibit the use of the Premises for boat excursion services, dinner cruises, water taxi service, exercise, health spas or fitness centers, video arcades or electronic game rooms, R.V. storage, and public parking for other than customers or guests.

Term

The Term is twenty (20) years and nine (9) months with three 5-year Options. The first nine months allow for initial build out of the Premises and for rent up of dry boat storage spaces. Options are provided in event of a delayed "1031" Exchange. (IRS rules allow for an "exchange" of fee interests and leasehold interests provided that the leasehold interest is for not less than 31 years.) If the tenant fails to affect the anticipated exchange within the first four years of the Term, the Options expire.

Right of Early Termination

The Tenant will have the one time right to terminate at the end of the tenth year of the Term or at other times if the Port fails to undertake Port maintenance items and the Tenant chooses not to undertake such repairs. The Port may terminate if MRC fails to secure all necessary governmental permits within the first 6 months of the Term or if, at the end of the third year, the Tenant does not make the minimum required investment as set forth below or if, upon written notice by the Port, the Tenant fails to repair a hazardous/life-safety condition which is either the Port's responsibility or the Tenant's responsibility to repair.

Base Rent
The Base Rent schedule during the first 10 years of the Term is designed to guarantee the Port a cash flow equivalent to the net present value of a Base Rent equal to $25,000 per month as if it had been adjusted by annual CPI's. Within this $25,000 per month Base Rent, $20,000 is allocated to that portion of the Premises not used for restaurant uses (" Maritime Base Rent") and $5,000.00 ($1.00 per sq. ft. per month) is allocated to the areas dedicated to Casual and Full Service Dining ("Restaurant Base Rent") (cumulatively "Base Rent")

The Base Rent for the first nine months is $1,000 per month. Thereafter, the Base Rent is graduated in $5,000 increments from $5,000 per month in the first full year of operation to $45,000 per month in years 8-10. It is anticipated that this "back loaded" rent schedule will provide MRC with the economic breathing room normally required of a new venture. Because of this "back loaded" schedule, it is likely that in the eleventh year, the Maritime Base Rent may actually go down.

Opportunity Rent
In order to insure that the actual cash flow equals the then net present value of $25,000 per month over a ten year period, at the end of the tenth lease year an "Opportunity Rent" will be payable by MRC which will be equal to the difference between the net present value of all rents actually received as compared to the net present value of $25,000 per month, as if adjusted by the actual CPI increases during the first ten years.

Option Rent
In the Option periods, the Base Rent will be the greater of 115% of the average Base Rent and Percentage Rent for the previous three years or the Port's minimum rent for as improved, similarly situated facilities per published Port schedule.

Base Rent Adjustments
In the eleventh year, monthly Maritime Base Rent will be based on a ten year CPI adjustment on $20,000.00. The Restaurant Base Rent will be adjusted to fair market value by mutual agreement. If the Port and Tenant fail to agree on the adjusted Restaurant Base Rent, the matter will be determined by arbitration. In subsequent years, all Base Rents will be adjusted annually by CPI adjustment.

Percentage Rent
Percentage Rent will be payable at a rate of 7% of Gross Maritime Sales and boat sale brokerage fees versus the Maritime Base Rent. New and used boat sales will be excluded from the definition of Gross Maritime Sales. Percentage Rent will be payable at a rate of 7% for full service dining and 11% for casual dining versus the Restaurant Base Rent.

Percentage Rent Adjustment
The applicable percentages are subject to adjustment every five years and are to be deteremined at the Port's sole and reasonable discretion and the actual increase or decrease can be no more than one (1) percentage point per adjustment per revenue type. In the eleventh year and for any Option period, the Restaurant Percentage Rent shall be determined by arbitration in the event the parties fail to agree on the rate.

Facility Improvements

Required Tenant Expenditure
During the first 3 years of the Term, the Tenant must spend not less than $300,000.00 for repairs that would otherwise be the obligation of the Port (e.g. roof, roof structure, pier substructure, exterior walls, apron substructure) and not less than $200,000.00 for tenant improvements.

Other Tenant Investments
MRC anticipates investing an additional $3.7 Million Dollars allocated as follows:

- $1,050,000.00 for structural and other facility repairs;
- $1,395,000.00 tenant improvements and;
- $1,255,000.00 in trade fixtures and equipment.

Rent Credits

Tenant Improvements
The tenant shall be entitled to rent credits for 50% of the cost to install or construct capitalizable tenant improvements (excluding furniture, fixtures and equipment) up to a maximum available rent credit of $1,000,000.00 over the Term provided that the Port first approves such improvements.

Repairs Undertaken on Behalf of the Port
The Tenant shall be entitled to receive a dollar for dollar rent credit for the cost of undertaking repairs otherwise the obligation of the Port (e.g., roof, roof substructure, pier substructure, exterior walls, apron substructure, etc.) provided that the Port first approves such repairs.

Application of Rent Credits
In no event shall rent credits for any one month be greater than one half of the Base Rent otherwise payable to the Port.

Assignment and Subletting

Subject to Port's reasonable approval of assignment of subletting, the Port will receive 50% of the sums received by the Tenant in excess of rent less subletting or assignment expenses.

Affirmative Action
An Affirmative Action Plan, as approved by the Port, for construction and hiring will be incorporated in the Lease. Thirty percent of all construction costs must inure to benefit MBE, WBE, and DBE contractors.

PROJECT SCHEDULE

Staff anticipates the Lease will be before the Commission for approval by years end. Upon Commission approval, the Lease will be presented to the Board of Supervisors for approval.

SUMMARY

The nature of the proposed use, a full service maritime recreation center, coupled with enhanced public access to the waterfront, represents a significant benefit to the Port, City and County of San Francisco.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-70

WHEREAS, Charter Section 3.581 grants to the Port Commission the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, Carl Ernst, Jr. and Pier 38 Maritime Recreation Center, Inc. (collectively "MRC") have proposed to develop a full service maritime recreation center at Pier 38; and

WHEREAS, the proposed use of Pier 38 as a maritime recreation center is consistent with the uses permitted in the Draft Waterfront Land Use Plan previously approved by the Port Commission; and

WHEREAS, Staff has negotiated substantially all of the terms and conditions of a proposed lease with MRC; and

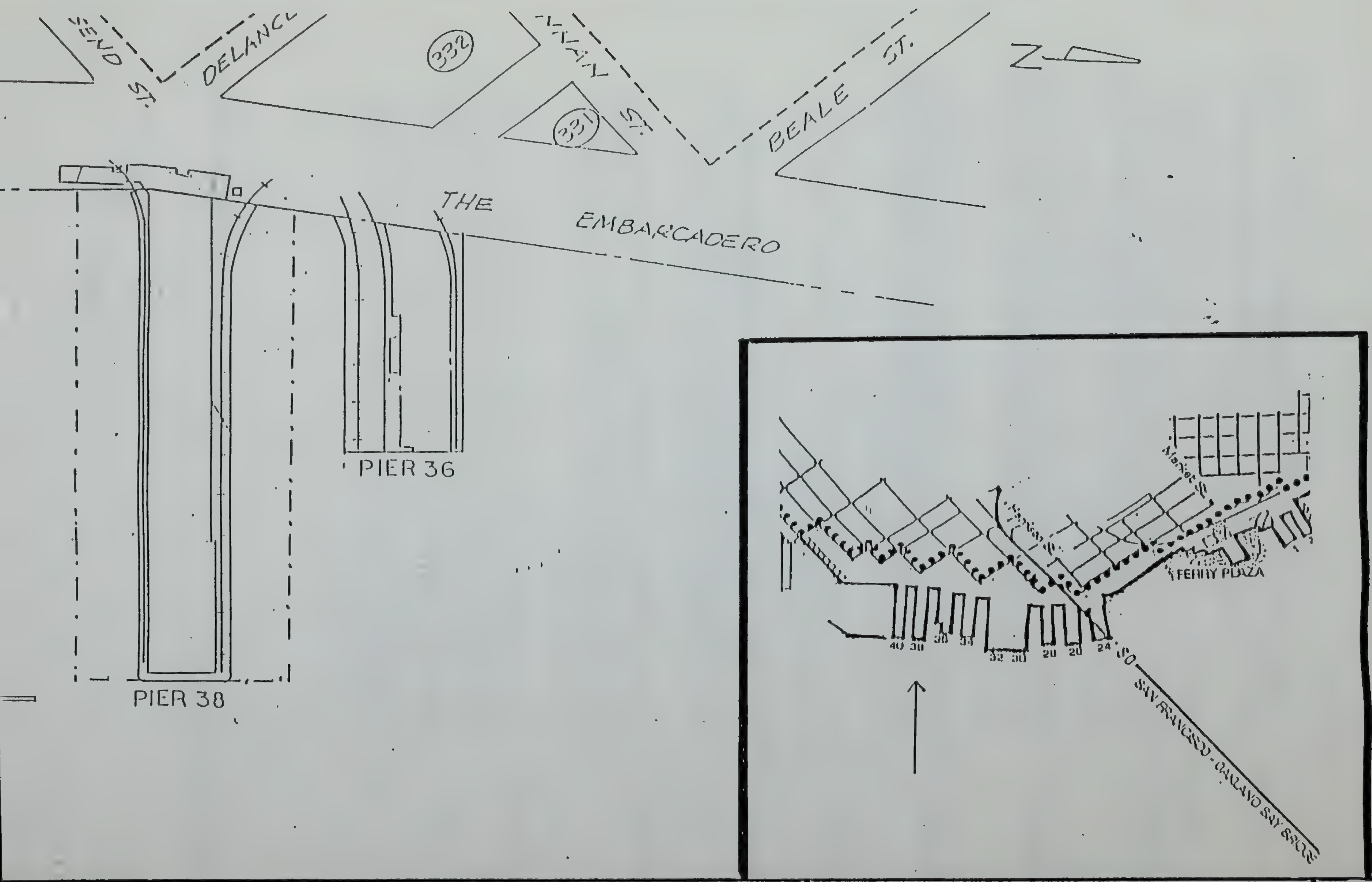
WHEREAS, MRC has requested a 120 day exclusive right to negotiate the final terms and conditions of a lease and to secure the environmental clearance required under the California Environmental Quality Act ("CEQA"); and

WHEREAS, the Port Commission has determined that for reasons set forth in the Memorandum of Agenda Item 5C for the August 29, 1995 Commission meeting, a request for proposals would prove impractical and impossible; now, therefore, be it

RESOLVED, that the San Francisco Port Commission, hereby approves an Exclusive Right to Negotiate Agreement between the Port and MRC to negotiate a lease for a full service maritime recreation center on Pier 38 upon final terms and conditions to be approved by the Port Commission, which terms and conditions are set forth substantially in preliminary form in the Memorandum of Agenda Item 5C for the August 29, 1995 Port Commission meeting.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary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SAN FRANCISCO - OAKLAND BAY BRIDGE

ED BY
ANCISCO PORT COMMISSION

CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

THE PREMISES
EXHIBIT A

PORT OF SAN FRANCISCO

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MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Modification to First Amendment to Lease between the Port and Allright Parking, Inc. at Seawall Lot 330

DIRECTOR'S RECOMMENDATION: APPROVE MODIFICATION TO THE FIRST AMENDMENT TO LEASE WITH ALLRIGHT PARKING, INC.

At the Port Commission meeting of June 27, 1995, staff requested Commission approval of the First Amendment to Lease L-11869 with Allright Parking, Inc. (A copy of the June 27th Agenda is attached for reference). The Commission granted approval through Resolution No. 95-58 which modified the premises description and the definition of exclusions to Gross Sales. In addition, wherein L-11869 required percentage rent of 67.5% of Gross Sales but no minimum rent, the amendment added a provision for a minimum rent of $22,000 per month.

Subsequent to Commission approval, Allright reconsidered its position and informed staff that while a minimum rent is a reasonable and acceptable provision, that $22,000 per month makes the deal economically inviable. They have rescinded their offer of $22,000 per month and now propose a minimum rent of $18,000 per month ($.15 per square foot).

THIS PRINT COVERS CALENDAR ITEM NO. 5D

Four bids were received for this lot in November of 1993, three ranged from $.15-.16 per square foot; the remaining bid, from Park Express, was $.18 per square foot. Park Express was evicted for non-payment of rent in April, 1995. Based on this market data, the revised offer represents market rate for the lot. Staff recommends approval of the revision to the minimum rent.

Prepared by: Frederick D. White, Director Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-71

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, on June 27, 1995, the Port Commission approved, through Resolution No. 95-58, the First Amendment to Lease L-11869 between the Port and Allright Parking, Inc.; and

WHEREAS, the First Amendment modified the rent provisions of the Lease by addition of a minimum rent of $22,000 per month to the originally prescribed rent which was limited to percentage rent of 67.5% of gross sales; and

WHEREAS, Allright Parking has requested that the minimum rent set forth in the First Amendment be revised as specified in Agenda Summary Item No. 5D at the meeting on August 29, 1995; and

WHEREAS, staff has determined that the revised minimum rent reflects market rate for the leasehold; now, therefore, be it

RESOLVED, that the Port Commission approves the revision to the First Amendment to Lease L-11869 between Allright Parking, Inc. and the Port under the terms and conditions set forth in the Agenda Summary Item No. 5D at its meeting on August 29, 1995.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

June 21, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of First Amendment to Lease between the Port and Allright Parking, Inc.; and Authorization to issue a competitive bid for parking operations at a site comprised of three Embarcadero Median Lots.

DIRECTOR'S RECOMMENDATION: APPROVE AMENDMENT TO LEASE WITH ALLRIGHT PARKING, INC., AND AUTHORIZE STAFF TO OFFER THREE EMBARCADERO MEDIAN LOTS FOR PARKING THROUGH COMPETITIVE BIDDING.

Background

The Port currently operates public parking on the Embarcadero Median Lots E, F, and G ("Median Lots") on weekdays, which operation generates approximately $20,000 per month. On the weekends, the Median Lots are leased to Allright Parking, Inc. ("Allright") for parking under lease L-11869 through January 31, 1997, which lease generates approximately $1,250 per month in percentage rent based on 67.5% of gross sales net of San Francisco Parking Taxes. In order to increase revenues to the Port, Staff desires to offer the Median Lots through competitive bid for a 7-day operation, however the remaining term of lease L-11869 restricts the bid offering to weekday possession. Staff believes this severely devalues the bid.

Lease L-11869 also provides that Allright be available to operate various other lots for the Port on an interim basis. Allright is currently operating Seawall Lot 330 ("SWL 330"), comprised of 124,065 square feet of paved land, on an interim basis due to the default of the previous operator.

THIS PRINT COVERS CALENDAR ITEM NO. 5C

In doing so, Allright incurred approximately $40,000 in start-up costs to equip SWL 330 with shuttle buses so that it could transport its parking customers to the Financial District. Allright operates SWL 330 under the same terms (67.5% of gross sales net of parking taxes) except they exclude the income received for shuttle bus service from gross receipts since the service is run on a break-even basis.

The duplicative operations which would occur if two parking operators leased the Median Lots for alternating portions of each week makes the competitive bid of the Median Lots impractical. Staff is proposing that Allright relinquish its weekend possession of the Median Lots. In consideration for this concession and given the start-up costs Allright incurred at SWL 330, Staff proposes that Allright continue operations at SWL 330 through January 31, 1997, the balance of the term under lease L-11869 and the approximate remaining term of the failed parking lease awarded in early 1994. This would be accomplished by an amendment to the lease.

Proposed Amendment (Allright Lease L-11869)

- Substitute SWL 330 for the Median Lots as the Premises (Attachment A)
- Add a minimum rent of $22,000 per month versus the percentage rent
- Add shuttle bus revenue to the definition of exclusions to Gross Sales

Except for these modifications, all other terms of the lease would remain unchanged.

Proposed Competitive Bid (Median Lots E, F, and G)

Premises:	Approx. 66,641 square feet of paved land (Attachment B)
Term:	Eighteen months
Minimum Acceptable Bid:	$20,000 per month ($ .30/sf)
Rent Adjustment:	Annual CPI Adjustment
Temporary Recapture:	Port retains the right to temporarily recapture all or portions of the Median Lots for special events.

The successful bidder will be the bidder proposing the highest monthly rent and who meets the minimum experience qualifications.

While it is Port policy to offer business opportunity sites through competitive bidding, given the impracticality of bidding the Median Lots on a 5-day basis and given the potential revenue which would be generated should they be bid on a 7-day basis, Staff requests that SWL 330 be excepted from the bid policy at this time in order to regain possession of the Median Lots. Staff would subsequently plan to competitively bid SWL 330 no later than November 1, 1996 to be effective February 1, 1997 under terms and conditions to be approved by the Port Commission.

ECONOMICALLY DISADVANTAGED BUSINESS PARTICIPATION

The Port Commission is interested in encouraging the participation of minority-owned and economically disadvantaged businesses in the bid for the parking lot lease. Port staff is consulting with the Human Rights Commission staff and the City Attorney's office to determine an appropriate method for meeting this goal.

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-58

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, it is the Port's policy to competitively bid all business opportunity sites if it is practical and feasible; and

WHEREAS, the Port has an immediate need to generate revenue; and

WHEREAS, the Port wishes to offer the Embarcadero Median Lots E, F and G (the "Median Lots") through competitive bidding for an eighteen month lease term in order to maximize the revenue generated from the Median Lots: and

WHEREAS, Allright Parking, Inc., leases certain real property designated as the Median Lots under lease L-11869 through January 31, 1997 for surface public parking on the weekends; and

WHEREAS, lease L-11869 also provides that Allright Parking shall operate various other parking lots for the Port on an interim basis upon written request by the Port; and

WHEREAS, pursuant to Port request, Allright Parking is currently operating Seawall Lot 330 on an interim basis; and

WHEREAS, Port staff has negotiated with Allright Parking to amend lease L-11869 to modify the Premises description whereby Allright would relinquish its possession of the Median Lots in consideration for gaining possession of Seawall Lot 330 through January 31, 1997, the remainder of the term of said lease; therefore be it

RESOLVED, that the Port Commission finds that application of the competitive bidding procedure to the Median Lots with a term limited to weekdays only would be impractical; and be it further

RESOLVED that the Port Commission finds that it is in the best interest of all parties to modify lease L-11869 between Allright Parking and the Port in order to offer the Median Lots through competitive bid for continuous possession under an eighteen (18) month term; and be it further

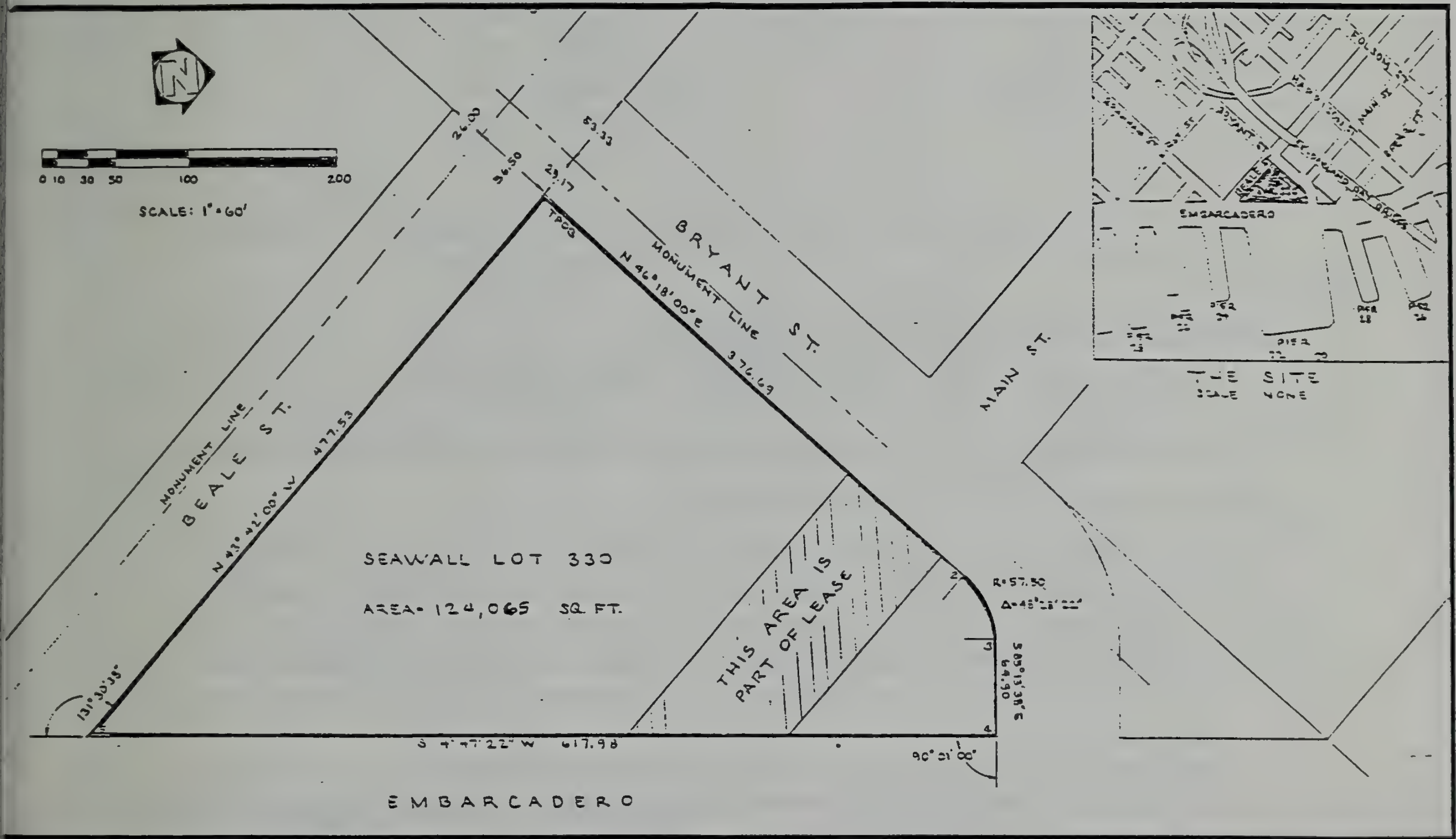
RESOLVED that the Port Commission approves and authorizes the Executive Director to enter into an amendment to lease L-11869 between Allright Parking Inc. and the Port under the terms and conditions set forth in the Agenda Summary Item No. 5C at its meeting on June 27, 1995 as approved as to form by the City Attorney; and be it further

RESOLVED that the Port Commission authorizes Staff to issue a competitive bid package for the Median Lots under the terms and conditions set forth in the Agenda Summary Item No. 5C at its meeting on June 27, 1995 as approved as to form by the City Attorney.

I HEREBY CERTIFY that the foregoing resolution was approved by the San Francisco Port Commission on June 27, 1995.

Imelda [illegible]
Commission Secretary

g:\tenant\agendas\medlots.mem\DA\jef\June 19, 1995



0 10 30 50 100 200
SCALE: 1" = 60'
BRYANT ST.
MONUMENT LINE
MAIN ST.
BEALE ST.
MONUMENT LINE
EMBARCADERO
26.00
53.33
36.50
29.17
TPOB
N 46°18'00" E
376.69
N 43°42'00" W 477.53
SEAWALL LOT 330
AREA = 124,065 SQ. FT.
THIS AREA IS PART OF LEASE
R = 57.50
Δ = 45°
S 85°13'38" E 64.90
90°01'00"
S 47°22" W 617.98
131°30'38"
1
2
3
4
EMBARCADERO
FOLSOM ST.
BRYANT ST.
MAIN ST.
BEALE ST.
PIER
THE SITE
SCALE NONE

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE ________

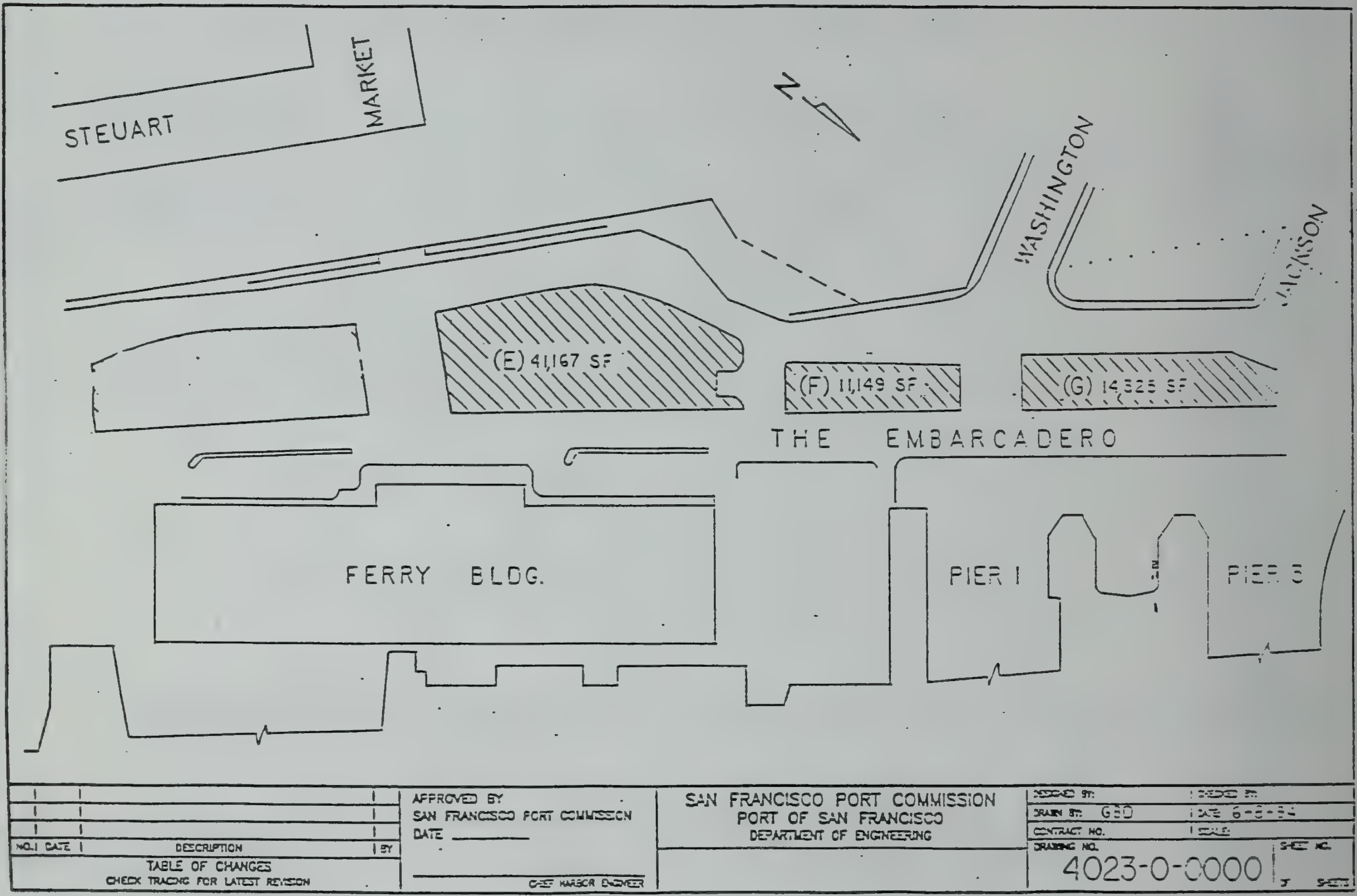
CHIEF HARBOR ENGINEER

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

EXHIBIT A
SEAWALL LOT 330

DESIGNED BY
CHECKED BY
DRAWN BY
DATE MAR 17 1993
CONTRACT NO.
SCALE AS SHOWN
DRAWING NO.
SHEET NO.
OF SHEETS

ATTACHMENT A


STEUART
MARKET
N
WASHINGTON
JACKSON
(E) 41,167 SF
(F) 11,149 SF
(G) 14,325 SF
THE EMBARCADERO
FERRY BLDG.
PIER 1
PIER 3
NO. DATE
DESCRIPTION
BY
TABLE OF CHANGES
CHECK TRACING FOR LATEST REVISION
APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE
CHIEF HARBOR ENGINEER
SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING
DESIGNED BY:
CHECKED BY:
DRAWN BY: GBD
DATE 6-8-94
CONTRACT NO.
SCALE:
DRAWING NO.
4023-0-0000
SHEET NO.
OF SHEETS

ATTACHMENT B

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Downtown Ferry Terminal Project, Professional Services Contract No. SA 3930045 with ROMA Design Group, Contract Amendment No. 2

DIRECTORS RECOMMENDATION: AUTHORIZE CONTRACT MODIFICATION.

The ROMA Design Group was selected as the design team for the Downtown Ferry Terminal project, by the Port Commission on March 17, 1994 (Resolution No. 94-9). The Commission previously authorized contract amendment No. 1 (Resolution No. 94-134) to allow a change in work scope to include the design of a breakwater and the establishment of a central concourse through the Ferry Building.

During review of the project by the State of California's Department of Transportation (CalTrans) and the Office of Environmental Review for the City and County of San Francisco (OER), several additional technical studies, beyond what was contemplated in the original contract scope, were warranted in order to obtain environmental certification on the proposed project. Because the project will use both State and Federal money, environmental certification must be obtained under both the California Environmental Quality Control Act (CEQA) and the National Environmental Protection Act (NEPA). The proposed contract modification will allow the consultants under the ROMA contract the necessary resources to complete the technical studies in support of the project.

THIS PRINT COVERS CALENDAR ITEM NO. 6A

The additional work needed is as follows:

• Additional Technical Studies for Coastal Engineering (ToxScan Laboratories)	$26,416
• Environmental Studies -- Acoustics (Salter & Associates)	$11,725
• Environmental Studies -- Air Quality (Dan Ballanti)	$ 1,600
TOTAL	**$39,741**

With the approval of this contract amendment, the total ROMA contract will be $1,017,759.

Prepared by: Emilio R. Cruz, Director
Facilities & Operations

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-73

WHEREAS,	the Commission previously recommended that staff proceed with design development of the preferred alternate, conceptual scheme and layout for the Pier ½ North Ferry Terminal Upgrade: Phase II Project, now called the Downtown Ferry Terminal Project (June 22, 1994); and
WHEREAS,	the project scope was expanded by the Commission to include a new breakwater and relocation of the Boiler Room and Utility Area of the Ferry Building (Resolution No. 94-134); and
WHEREAS,	the change in project scope and the use of Federal funds in the design and construction of the project requires that the project be certified under both the National Environmental Protection Act (NEPA) and the California Environmental Quality Control Act (CEQA); and
WHEREAS,	the ROMA Design Group has proposed performing the necessary additional environmental studies under both NEPA and CEQA for $39,741; now, therefore, be it
RESOLVED,	that the San Francisco Port Commission hereby authorizes staff to issue Contract Amendment No. 2 for $39,741 to Contract No. SA 3930045.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Approval of travel for one Port representative to attend the Waterfront Center's National Conference in Portland, Oregon, in accordance with the Port's Fiscal Year 1995-1996 budget.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

The Waterfront Center will hold its national conference in Portland, Oregon, from October 19-21, 1995. The Waterfronts Conference is an annual event sponsored by the Waterfront Center, a highly-respected, national organization devoted solely to urban waterfront planning and development. The Port received an award from the Waterfront Center in 1991 for the Pier 7 public access pier.

This year's conference, "Urban Waterfront 13: The Challenge of Change," includes many workshops on waterfront planning and development that will be useful to the Port in preparing to implement the Waterfront Land Use Plan next year. There will be workshops on transforming large, obsolete waterfront sites to new uses, waterfront development from the Port perspective, and forging public and private partnerships for new developments. There also will be a workshop on the Portland waterfront, which will highlight the lessons learned during development of award-winning waterfront projects, such as the RiverPlace and the Oregon Museum of Science. The Port's continuing participation in the Waterfront Center will further our planning and development efforts.

The Executive Director seeks approval to have a Port representative attend the conference. This request is in accordance with the Port Commission's Fiscal Year 1995/96 budget and the total cost of this trip is approximately $800.00.

Prepared by: Sharon Lee Polledri
Director of Planning & Development

THIS PRINT COVERS CALENDAR ITEM NO. 9A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

Resolution No. 95-74

WHEREAS, The Executive Director is requesting authorization for one Port representative to travel to Portland, Oregon to attend the national conference of the Waterfront Center from October 19-21, 1995 for the purpose of attending workshops on waterfront development, including public/private partnerships and reuse of large, obsolete Port sites, and learning about award-winning development and public access projects along Portland's Willamette River Waterfront.

WHEREAS, The cost of this trip has been included in the Port Commission's Fiscal Year 1995-1996 budget; now, therefore, be it

RESOLVED, That the Port Commission hereby approves this travel request.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of August 29, 1995.

Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2584, "Various Locations, Miscellaneous Earthquake Repair," Authorization to Accept the Work and Make Final Payment to the Contractor

DIRECTOR'S RECOMMENDATION: AUTHORIZE THE EXECUTIVE DIRECTOR TO ACCEPT WORK ON CONTRACT NO. 2584 AND MAKE FINAL PAYMENT TO FREDERICK MEISWINKLE, INC. FOR A TOTAL CONTRACT AMOUNT OF $176,950.89

On July 28, 1993, the Port Commission authorized the award of Contract No. 2584 to Frederick Meiswinkle, Inc. at a contract price of $107,547.94. This contract included the earthquake damage repair of cracked stucco at the exterior of various Port bulkhead buildings including Piers 1, 1-½, 3, 5, 9, 15, 19, 23, 29, 31, 33 and 35; interior plaster repair at Pier 35; and repair of cracked concrete exterior walls at Pier 48. Due to significant additional hidden damage discovered as work progressed, several changes were made to the contract. Staff received previous Commission approvals for Type 2 contract modifications to increase the total contract amount up to $191,663.22. Although the work was substantially completed by September 1994, there was minor punch list work to be performed. This punch list work could not be done immediately because the contractor could not access the site due to the Waterfront Transportation Project work along The Embarcadero. Because of the severe additional damage found at Pier 48, that repair work was deleted and this pier will be repaired in a subsequent contract. All other work is now complete and the Port has received a signed "Agreement and Release of Any and All Claims document from the contractor. The final contract amount has been reduced to $176,950.89, all fully funded by FEMA/OES at no cost to the Port.

Prepared by: Emilio R. Cruz, Director
Facilities & Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9B

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-72

WHEREAS, on July 28, 1993, the Port Commission authorized the award of Contract No. 2584 to Frederick Meiswinkle at a contract price of $107,547.94; and

WHEREAS, due to significant additional damage discovered as work progressed, several changes were made to the contract; and

WHEREAS, staff previously received Commission approvals for Type contract 2 modifications which increased the total contract amount to $191,663.22; and

WHEREAS, due to more severe additional damage discovered at Pier 48, that proposed repair work was deleted and that pier will be repaired in a subsequent contract; and

WHEREAS, although the work was substantially completed by September 1994, there was minor punch list work to be performed; and

WHEREAS, all work is now complete and the Port has received a signed "Agreement and Release of Any and All Claims" document from the contractor; now, therefore, be it

RESOLVED, that the San Francisco Port Commission hereby authorizes the Executive Director to accept the work of Contract No. 2584, "Various Locations, Miscellaneous Earthquake Repairs," and make final payment to Frederick Meiswinkle, for a total contract amount of $176,950.89, all fully funded by FEMA/OES at no cost to the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary

SF
P55
#3
8/29/95
Special

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE SPECIAL MEETING
AUGUST 29, 1995

1. ROLL CALL

The meeting was called to order by Commission President Preston Cook at 4:03 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman.

2. APPROVAL OF MINUTES - August 8, 1995 Meeting

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the minutes of the meeting were adopted.

3. EXECUTIVE

A. Executive Director's Report

1) Pier 45 Grand Opening - Mr. Bouey indicated that the Pier 45 grand opening was a success. He was informed by the new tenants that the Port has the finest fish processing center on the west coast, and second in the country - a credit to our staff and those who helped make that project a reality. After years of hard work, it culminated in a very fine event and credited Carolyn Macmillan and Peter Dailey for the success of the event.

2) Pier 52 Advisory Group - Mr. Bouey mentioned that a memo was sent to the Commission indicating that the following individuals were selected to participate in the Pier 52 Advisory Group: Mr. Chris Banis of Arbor Shipping Service; Mr. Jeff Brown, Landscape Architect; Mr. Charles Anthony Higueras of Gordon H. Chang & Associates; Ms. Kerstin Magary of Catellus Development Corporation; Ms. Flicka McGurrin of Pier 23 Cafe; Mr. Kelley Runyan; and Mr. Steve C. Thompson of Thompson Design Associates.

3) Muni Transit Shelters - Mr. Bouey indicated that two meetings ago, the Commission was informed that Muni wanted to install transit shelters along the Embarcadero and wanted to put in advertising. Today, he met with the Director of Muni; and while a conclusion has not been reached, both departments are on the road to an agreement which would allow some advertising on the shelters. Verbally, the following was agreed upon: (1) The Port has asked for and gotten design review for the shelters; (2) The Port may veto up to one third of locations for advertising (3) The Port has asked for a lift to be installed for Muni patrons on Powell Street rather than have a 35 ft. long ramp. As well, the Port will be able to negotiate a separate package with Gannett advertising.

(4) Banners for Fisherman's Wharf - Mr. Bouey indicated that about six months ago, the Commission informed that staff would like to spruce up the Fisherman's Wharf

area by putting up banners. Staff has since gone through several design reviews and selected locations. He asked Kirk Bennett to give an overview. He noted that staff is not necessarily asking for Commission's approval but rather their input and once their input has been reviewed, staff will move forward with this project.

Mr. Bennett stated that staff is really excited about being able to implement a banner program at Fisherman's Wharf for the purpose of creating a festive feel and create the identity of the area and create the identity for the Port of San Francisco at Fisherman's Wharf. The plan is to include 47 two-sided banners. There are two versions of the banners printed on both sides (long and short). These banners are planned to be installed in three areas of the Fisherman's Wharf namely: (1) under the tall light fixtures along Jefferson Street from Powell Street down to Hyde Street; (2) at the triangle parking lot; and (3) along Jefferson Street by the lagoon. These banners are manufactured by Street Scenes Banner Company and the fabric has a five-year guarantee. The cost of this program is approximately $11,000 and the expected completion date is the end of September.

In response to Commissioner Halsted's inquiry about on-going maintenance responsibility, Mr. Bennett replied that the on-going maintenance is the Port's responsibility. Staff expects minimum maintenance as the banners hold up very well in extreme conditions.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

A. Consent to seaplane use at Pier 39. (Resolution No. 95-59)

Mr. Bouey indicated that several months ago, the Commission was advised that staff consented to a pilot program using a seaplane at Pier 39. The purpose of which was to provide excursion and sightseeing tours of the bay area and is a business that has been on-going for about 20 years in San Francisco. The operation itself will involve one or two 8-passenger seaplanes. They will use an existing dock at the east marina at Pier 39; operating between the hours of 9 a.m. to sunset. The project has been subject to rigorous review by BCDC, Planning Department and the Port. The Planning Dept. and BCDC approved it only after a noise-assessment study was conducted. An additional study, required by BCDC, was conducted with regard to the sea lion colony that lives and habitats at Pier 39. The results of both of these studies indicate that there is not a noise problem nor a detrimental effect to the marine mammal population in that area. He noted that throughout the entire period of the pilot program, the Port received not one single complaint. Staff recommends that the Commission grant its consent for the operation of the seaplanes. The rent schedule and termination date are not included because staff has yet to reach agreement with Pier 39 on the appropriate fee for allowing this service at the Port. However, a provision in Pier 39's lease states that when the Port consent to a use but cannot agree to the amount of rent to be paid, that it will be resolved in arbitration. Once the rent is set, the termination date for this program will be set as well.

ACTION: Commissioner Halsted moved approval to postpone approval until a proposed rental schedule for this use is presented; Commissioner Lee seconded the motion.

Commissioner Halsted spoke about her concerns. She was pleased that there were no complaints about the use and hope that it would not be an interruption to sea or maritime traffic. She inquired, if someone was sailing on a small boat or a large ship, who has the right of way and what course of action is taken when the seaplane has a scheduled landing. Mr. Bouey responded that this is an operational issue which will ultimately be deferred to the operator. He, however, noted that all sailboats have preference over all motorized vehicles and assumed that the same would be true with shipping lines. With regard to the rent issue, no matter what it is (whether the Port gets what it wants or it ultimately winds up with what Pier 39 wants to pay), it's not going to be a great sum of money. He raised a concern that if the Commission does not consent to the use, the parties cannot go to arbitration to resolve the issue.

Commissioner Halsted mentioned that Pier 39 is a wonderful contributor to the City, the Port and to the area but she doesn't think that the Port will get as much as it would like to. She cautioned that the Port should not get into a situation where it only gets a minor amount. Since this requires an amendment to the lease, the Port ought be able to use that opportunity to get a larger percentage of this particular use.

Commissioner O'Neill reiterated that this proposal was approved by quite a few agencies and the rent is being negotiated and if the parties do not agree on the rent, it will be settled in arbitration. He commended staff for their hard work and would like to move this item forward, subject to satisfactory rent. Commissioner Hardeman echoed the same comments. Staff has put a lot of effort and thinks that the Port will get the best deal it can. Not only does he favor this operation but also helicopter use on piers on Port property to make movies and commercials. Entertainment business is a great part of the City's economy and it will expose San Francisco to the rest of the world.

Commissioner Lee asked for the range of rent the Port will be receiving for this activity. Julie Van Nostern, General Counsel, stated that Kirk Bennett has discussed the rent issue with Pier 39 but in general, the Port and Pier 39 at this point have not come into an agreement on what that would be. It is our hope that Pier 39 and the Port will be able to sit down with staff and work out an agreement, short of arbitration. Assuming, both parties do not work out settlement, the next step would be arbitration, which is binding. In response to Commissioner Lee's inquiry, Mr. Bennett responded that the range of rent with which Pier 39 has established with the operator provides for them to pay a fee of percentage in a fixed field.

Commissioner Halsted stated that it is a little more important than those dollars. It seems that this is a change in the master lease to include a use that was not permitted before and that it is an example of what might happen in the future, that one might rely upon this action in another lease change. Ms. Van Nostern indicated that Commissioner Halsted is expressing the same sentiments as the Executive Director of the Port. She further clarified that under the master lease between the Port and Pier 39, the City took a position that this is a new lease. Under a "new" use provision in the master lease, consent is all that is required. It does not, under the lease, require an amendment, as this is a consent issue. The Executive Director shares the same concern that since it is a new use, the Port is not going to automatically to take the position that it falls under the natural parameters that were set for the percentages based on the existing uses. Based on that premise, Mr. Bouey took the position that this new use does not fall under one of the design parameters of the lease. Both parties are trying to decide what would be a fair rent for the Port and a fair return for Pier 39. If both parties do not reach an agreement it in a very short order, the Port has the obligation under the lease and Pier

39 has already invoked it, for the arbitration clause.

Commissioner Halsted stated that her objective is to make sure that the Port gets a fair deal out of this change which gives an opportunity for a very successful operation to make more money as the Port is badly in need of money. She asked that the Commission should support the idea of getting as much as it can out of this opportunity. Ms. Van Nostern emphasized that she was not trying to infringe on that but rather to clarify the legal issues involving the lease itself.

Commissioner O'Neill stated that the competition for visitor dollars is fierce in the U.S. and the world. This is another product offered to our visitors to encourage them to visit. He again complimented staff especially with regard to the "no cost of liability" to the Port. He noted that this is one of the clearest written hold harmless indemnification clause he's ever seen as well as the additional $5 million in coverage.

ACTION: Commissioner Halsted withdrew her motion; Commissioner Lee seconded the motion.

ACTION: Commissioner Halsted moved approval that this item be approve subject to staff being able to come back to the Commission with a 50% return of additional revenues on this new use. Commissioner Lee seconded the motion.

Commissioner Cook stated that he is opposed to the motion as he doesn't think this Commission should be in a position to negotiate such a consent. He agrees with Commission Halsted to get the best possible return. He thinks that it's unfair for staff and Pier 39 to get stuck in having the Commission negotiate a specific return. Commissioner Halsted stated that she understands Commissioner Cook's concern but she's troubled by not knowing how to put forward a strong position that lets Pier 39 and staff know that we support getting substantial return on any new use.

Commissioner Cook stated that he is opposed to it because he thinks it's wrong for staff to bring to the Commission a resolution that does not have a rent. It's also wrong for Pier 39 to not be able to negotiate with the Port any better than throwing it into arbitration. He favored the first resolution to not vote on this until there is a decision by Pier 39 and staff on what the rent should be. To start a new operation with one of our good tenants is certainly setting a bad precedent, it's not what he'd like to see a new business venture started by not being able to agree on what the rent is.

ACTION: Commissioner Halsted moved approval that the Commission postpone consideration of this issue until the rent issue is before the Commission. Commissioner Lee seconded the motion.

Charles Olson, representing Pier 39, believes that the Executive Director's comments about the structure that exists in the master lease is a correct legal assessment on how that format is suppose to work when a new use is proposed. Keeping in mind the practical consideration mentioned where the rent structure should be in place, the lease as it's written does say that when a new use is proposed, it comes to the Commission for a consent. Once this is done, it falls into place in the existing rent schedule with the percentage rent or the parties negotiate a new rent. The change being proposed by a motion in front of the Commission now is a change in the language of the master lease between the Port and Pier 39. What the Commission is doing in effect, if the motion is adopted, is changing the language of the master lease.

Ms. Van Nostern stated that the legal counsel's advice is it is a proper use. It's being brought to the Commission as this is the appropriate procedure in which this issue is to be handled. Ideally, the Commission would have all of the terms for review; unfortunately, all the parties were not able to come to that position. In order for it to go to arbitration, the Commission has to consent; which cannot be unreasonably withheld. In addition to BCDC and City Planning ruling, insurance and indemnification requirements had to be done in advance prior to bringing this issue to the Commission. Absent that, she's unclear, as the legal advisor, that she could give advice that the Commission can withhold its consent and later be potentially charged as being unreasonable. Up to the issue of what the rent will be, Pier 39 has met the conditions required under a normal lease agreement.

Commissioner Cook stated that we need clarification on this lease to make sure that this resolution states the proper and correct action for the Commission to accept.

Mr. Bouey suggested to have the public testimony now and if we hadn't had the lease reviewed by then, perhaps continue this item, pick up the rest of the calendar and come back to it.

Mr. Bob Tibbits, chairman of the Telegraph Hill Waterfront Committee, opposed the granting of a conditional use to allow aerial sightseeing at Pier 39 last February. At that time, one of their principal concern was the noise generated by the aircraft. He stated the following three concerns: (1) safety; (2) policy - Pier 39 will now have a complete monopoly of waterborne sightseeing; why not go out to bid to see if there are other interested parties to have sightseeing at other locations; and (3) business principal - he doesn't understand allowing the consent where the rent hasn't been fixed and the notion that the Port cannot go into competition with Pier 39. Pier 39 has monopoly on all aerial and boat sightseeing on the waterfront. He finds it surprising that after more than a year, the Port is dealing with a maximum revenue of $25,000 a year; and the Port has not been able to negotiate a lease. He feels that this use will be better served at a different location.

Ms. Van Nostern read the provision of the lease, paragraph D of Section 6 of the lease which specifically states "... that tenant shall give landlord at least six months prior written notice if at any time or from time to time during the term of the lease or this amendment to lease, tenant intends to change any one or more of the uses authorized in Section 6B hereof to a use not described in said Section 6B or to add a facility, operation or use on or at the project not authorized by the said Section 6B or to increase the total amount of square footage devoted to Pier 39's administrative offices provided for in said Section 6B hereof. Landlord specifically reserves the right of approval and consent to any such intended change of use provided, however, such approval and consent shall not be unreasonably withheld. Should the landlord give its approval and consent to any such intended change in use, landlord and tenant shall attempt to agree on a new rental schedule for the portion of the demised premises subject to such change of use based upon the new or altered use thereof and the overage rent shall be adjusted accordingly upon the termination of the former use and the institution of the new and altered use. If the landlord or tenant are unable to agree upon an appropriate rent for such new or altered use, the rent shall be submitted to arbitration in accordance with the provisions of Section 3E (3) hereof. Tenant may elect to abandon any proposed or new altered use at any time prior to the actual commencement of such proposed use." Ms. Van Nostern indicated that Pier 39 did put the Port, through its Executive Director, on notice during the appropriate time frame. During that period of time, staff has worked with Pier 39 in working through all the issues including rent. When the issue of arbitration was invoked, she advised that the issue of consent has to be dealt with before going into arbitration.

Commissioner Cook stated that there are several issues that it raises including setting of the rent which could be done prior to consent of this item. He felt quite comfortable to accept and adopt the motion that has been seconded to delay this issue to allow the parties to go back and try to work out a lease and to bring a definitive number back to the Commission.

Commissioner O'Neill asked for clarification of the clause "consent shall not be unreasonably withheld." Ms. Van Nostern clarified that in making a decision whether or not the Commission is unreasonable, all the factors pertaining to the lease have to be looked at. In the way this lease is structured, there is a new use that is being proposed and the chronology of the way the lease is put out, that new lease is brought to the Commission and can determine whether or not the use itself is somehow inappropriate with respect to the leasehold. In looking at the leasehold, Mr. Bouey determined that a seaplane may not be an appropriate use; he wanted to make sure there were adequate protections which had to do with the appropriate insurance and adequate protections related to its indemnification clause. He wanted to make sure that all government approvals were sought and received in advance of approving it. Pier 39 wanted consent from the Port prior to all of the regulatory approvals but Mr. Bouey adamantly felt that the administrative process has to be completed before the Port Commission had to make its determination on consent. That would be another matter to consider in terms of whether or not it's within reason. If the Commission right now refuses to consent, it is subjecting itself to any liability related to "unreasonable;" she then apologized for not being in a position to respond publicly.

Mr. Bouey indicated that a better motion would be to continue this to the next meeting which will provide he and Fritz Arko an opportunity to sit down and talk. If they are still unable to come into an agreement, it will provide an opportunity at that time to decide whether or not to give consent to the use. Commissioner Halsted stated that she would like to have this item continued to the next meeting or to the end of September giving an opportunity for these issues to be clarified.

ACTION: Commissioner Halsted moved approval to postpone consideration of this item within 30 days or at the earliest possible time. Commissioner Lee seconded the motion. Commissioners Cook, Lee and Halsted were in favor; Commissioners O'Neill and Hardeman casted the dissenting votes.

B. Approval of Fourth Amendment to Option to Lease Property with the Redevelopment Agency of the City and County of San Francisco extending the term of Option to Lease Parcels M-1 and M-2, located at Seawall Lot 336 and 335 through July 31, 1996. (Resolution No. 95-69)

Mr. Bouey indicated that in 1994 the Redevelopment Agency signed an agreement with the Port for an option to lease real property. The Agency has taken down all the individual parcels included in the option with the exception of M-1 and M-2. They wish to take down these parcels to complete the park that is being built on Seawall lots 335 & 336. However, in order for the Agency to take down those two parcels an agreement has to be reached that the parcels are no longer under consideration as a site for a downtown stadium. As the Commission is aware, while there is not a ballpark in the plan, the Waterfront Plan does permit one if the voters approve. Accordingly, the Agency has asked for an extension of time to take down these parcels.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

C. Approval of an Exclusive Right to Negotiate Agreement with Carl Ernst, Jr. and Pier 38 Maritime Recreation Center, Inc. for a 20-year lease with three 5-year Options for a maritime recreation center at Pier 38. (Resolution No. 95-70)

Mr. Bouey indicated that Mr. Ernst and a partnership who have experience in both recreation and sea harbors have made a proposal to Port staff to establish a maritime operation at Pier 38. The Port's leasing policy allows the Port to enter into negotiations with a tenant when the use of the property is proposed to be maritime. The Commission is only too aware that its been difficult for the Port to find acceptable maritime uses at the waterfront. Given the physical condition of Pier 38 and the limitations placed on the Port by the Planning Department, BCDC and the Draft Waterfront Plan, this is a use that would be widely accepted by the citizens. This is a proposal for an exclusive right to negotiate an agreement. The question is why is staff not bringing the Commission a lease. The reason is that the Port is not a private entity. A private entity would be able to enter into a lease and then go through the CEQA process. Unfortunately through a quirk in the law, the Port has to go through a CEQA process first and then enter into the lease. By preserving not just the right but the terms, we have a document for CEQA's review. The parameters of the exclusive use are that it would be a maritime recreation center. The term is 20 years and nine months, with three five-year options. The tenant will have a one-time right to terminate at the end of the tenth year of the term or when the Port fails to perform certain maintenance items and the tenant chooses to not undertake those repairs. The Port may terminate the partnership if they fail to secure all necessary governmental permits within the first six months or at the end of the third year if the tenant does not make the minimum required investment as set forth in the agreement. The base rent schedule for the first ten years of the term is designed to guarantee the Port a cash flow equivalent to the net present value of $25,000 per month. The base rent for the first 9 months is $1,000 per month. Thereafter, each year the rent increases to $5,000 per year and in years 8, 9, and 10, the rent will be $45,000 per month. In the 11th year, the CPI would be calculated; at which time any money owed us will be due. There is a percentage rent component where the Port will receive 7% of gross maritime sales excluding new and boat sales and 7% for full service dining and 11% for casual dining. The applicable percentages are subject to adjustment every five years, to be determined at the Port's sole and reasonable discretion, provided that the percentage rate will not increase or decrease by more than one percentage point per adjustment. During the first three years of the term, the tenant may not spend less than $300,000 for repairs that would otherwise be the obligation of the Port, e.g. roof, pier substructure, exterior walls, etc. The tenant in terms of rent credits will be entitled to 50% of the cost to install and construct capitalizable tenant improvements excluding furniture, fixture and equipment up to a maximum rent credit of $1 million . The rent credits will be taken over the term when the Port first approves those improvements. The tenant shall be entitled to receive a dollar for dollar rent credit for the cost of undertaking repairs that are otherwise the Port's obligation. In no case, will the tenant be able to claim more than 50% rent credits. If the Commission should approve this agreement, staff anticipates that the CEQA review will be completed in the next three or four months, at which time it will be brought to the Commission and if approved, then it will be forwarded to the Board of Supervisors for their approval. One of our goals is to provides more public access to the waterfront. He believes that this type of project provide that kind of access and provides the casual interest and opportunity to enjoy the bay itself rather than owning a boat.

Commissioner Halsted commented that this is the kind of use that she would like to see at the Port, however, since she doesn't have any information about the partnership, she's not inclined to vote positively.

Mr. Fred White, Director of Tenant and Maritime Services, reported that the partnership has submitted a business plan, which staff has reviewed. As well, staff has seen and reviewed the Mr. Ernst's financial statements. Also, staff has reviewed and looked at their financial plan and a credit check has been done. Regarding the background of the three principals: Carl Ernst, Ken Hagan and Bill Morgan. Mr. Ernst has over 30 years experience in various industries such as water-oriented recreation resorts, real estate development and management. Mr. Hagan has 12 years experience in real estate development and construction. He is a licensed general contractor and real estate broker. He has owned and operated Hagan Construction Development Company and is a partner of a real estate brokerage firm. For five years he was a project manager for one of the top 10 shopping center developers. The third person is Mr. Bill Morgan, who for 45 years was owner and operator of Hacker Boat Company, one of the world's largest builders of wooden boats and also owner and operator of Morgan Boat Company, a storage, rental and storage facility.

Commissioner Halsted indicated that she needs time to explore the background of the individuals and she has been on the Commission long enough to see the Port make mistakes in the selection of individuals with whom it has exclusive negotiation rights. She wanted to ensure that the parties the Port is entering into an agreement with are the ones we want. She is not inclined to vote without having at least a day to review the information before the vote is taken.

Commissioner O'Neill indicated that when he received his package he called and asked for the background. He believes that this partnership is going to spend $4.2 million on Pier 38. He clarified Commissioner Halsted's concerns since the Port is only going to enter into a right to negotiate a lease. Commissioner Halsted responded that it's been her experience, every time the Port has entered into an agreement, if it did not succeed to a fruitful conclusion, it resulted in litigation.

Commissioner O'Neill commented that this is a very lengthy package and quite specific. With the exclusion of the background, it's a good package. Mr. Bouey indicated that it's his understanding that by granting the exclusive right to negotiate, staff can move forward; it does not mean that the Port has granted the partnership a lease. If there's a problem subsequent to this, that's an issue we can deal with later. Commissioner Halsted clarified that the only reason she cannot vote for it is not because she does not like the people or the proposal, but because she doesn't have enough information in advance to review.

Commissioner Cook hoped that staff has checked out their financial and suggested that Commissioner Halsted can perhaps meet with Mr. Bouey and Fred White to resolve this issue. Commissioner Hardeman commented that this is another instance where someone has gone through a lot of effort. The recommendation and credibility of the 3 partners seems to be very substantial. He noted that these are the types of activities that the Port should encourage.

Mr. Philip Carlson read an August 27,1995 letter written to the Commission by the Pier 38 Development group requesting that all parties be placed on an even footing and that given the same opportunity, they would be able to present a proposal that would be quite competitive and asked the Commission to refrain from making a permanent decision that would be at odds with the Master Plan's goal to make economic opportunities available to all.

Mr. Bouey responded that clearly the Port wants to make economic opportunities available to all, particularly to MBEs and WBEs. Staff looks forward to continuing work with this group. A letter dated December 28, 1994 was sent to Mr. Ernie Meriweather clarifying a misunderstanding regarding their proposal to construct an entertainment park at Pier 38. The Port's policy concerning long-term commercial development proposals is to competitively bid unless such projects are maritime-related. The letter also states that the Port is presently in the process of preparing a comprehensive plan for all Port property. Pursuant to Prop H, the Port cannot pursue any commercial development until the waterfront plan is completed; hence, the five-year interim use. That's the only use under Prop H that the Port can allow for non-maritime development. Under five years, most commercial ventures cannot make the capital investment that is needed. He is intrigued by their proposal but under Prop H, passed by the voters, the Port cannot negotiate the deal they want at that time. However, the Port has a number of outstanding sites that can accommodate their proposal. Staff estimates that the draft EIR process for the Waterfront Plan should be completed in January 1996. After the public comment period, it will be sent to the Planning Commission in May or June. After the Prop H restrictions have been removed, the Port will then be in a position to negotiate such a deal. The Port wants to work with this group but unfortunately, as a matter of law, we are constrained at this time.

Commissioner Cook reiterated that there are opportunities for the future for their operation.

Mr. Tibbits indicated that the Port Commission may again get themselves involved in something like the Scandinavian Center project at Piers 30-32. He's concerned why the Port need a CEQA review prior to going forward and who's going to pay for it. Why can't the CEQA review be obtained and then open for bid under competitive basis given the Waterfront Plan Advisory Board constraints in addition to reopening the leases as soon as the EIR is completed.

Mr. Bouey responded that the partnership will pay for the CEQA review and also pointed out that there are trigger points such as if they fail to receive the necessary permits within the first six months, the Port may terminate or by the end of third year, if they have not made the minimum investment as required in the agreement; he emphasized that he will not hesitate to terminate the agreement. Commissioner Halsted added that with the experience of the Ferry Building, the Scandinavian Center that the Port Commission must act on its word to terminate it if there's not performance.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. Four Commissioners were in favor; Commissioner Halsted casted the dissenting vote; the resolution was adopted.

D. Modification to First Amendment to Lease between the Port and Allright Parking, Inc. at Seawall Lot 330. (Resolution No. 95-71)

Mr. Bouey stated that this item was before the Commission at its June 27, 1995 meeting. The parking vendor located at Piers 30-32 quit and staff thought it's better to release the parking vendor who manages the lots on a weekday basis across the street from Ferry Building, give them the Piers 30-32 contract and then bid the lots in front of the Ferry Building on a seven-day basis. Staff thought it had an agreement with Allright Parking, specifically with regard to the $22,000 base rent for a month. Allright Parking thought they had the approval from their home office. But after the Commission's action, the home office balked at the $22,000 and would only agree to $18,000. After reviewing the bids, staff found that this is still higher than the second bidder when this contract was bid. This seems to be the most expeditious way to go, it protects the Port and the use of that lot.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

A. Authorize Contract Amendment No. 2 to Roma Design Group and Associated Consultants for the downtown ferry terminal project (Contract No. SA 3930045). (Resolution No. 95-73)

Mr. Bouey indicated that mindful of the fact that the Commission does not like to see contract modifications, he reminded the Commission that ROMA was hired to help with the breakwater design. Unfortunately, through the EIR process, both the Department of Transportation and the OER office of our Planning Department have requested additional technical studies be performed, which is beyond what was contemplated in the contract; and to go to bid for a second contractor would not be effective nor efficient.

Commissioner O'Neill thanked staff for recognizing his concern of contract amendments but it was explained to him and thought it's money well spent. Commissioner Lee echoed the same comments as he, too, is against large percentage of amendments but feels that this one should be approved.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval of travel for one Port representative to attend the Waterfront Center's National Conference in Portland, Oregon, in accordance with the Port's Fiscal Year 1995-1996 budget. (Resolution No. 95-74)

B. Contract No. 2584, "Various Locations, Miscellaneous Earthquake Repairs," authorization to accept the work and make final payment to the Contractor. (Resolution No. 95-72)

ACTION: Commissioner Hardeman moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; items on the consent calendar were adopted.

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

At 5:18 p.m., the Commission Secretary announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION MATTERS

(1) Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

(a) Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from executive session and convened in public session at 6:00 p.m.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner Hardeman seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 6:03 p.m.

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PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, **SEPTEMBER 12, 1995** AT 4:00 P.M.
IS HEREBY CANCELLED

◆•◆•◆•◆

THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, SEPTEMBER 26, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA

DISABILITY ACCESS

The Port Commission office is located on the third floor of the Ferry Building, Suite 3100.

The Port office is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. The closest accessible BART station is Embarcadero Station located at Market and Steuart Streets. The closest accessible MUNI Metro station is Embarcadero station located at Market and Spear Streets. Accessible MUNI lines serving the Ferry Building are the 9, 31, 32 and 71. For more information about MUNI accessible services, call 923-6142.

There is accessible parking at the Ferry Building and at the public lot in the Embarcadero median in front of the Ferry Building.

Assistive listening devices are available for use in the Port Commission Meeting.

The following services are available on request 72 hours prior to the meeting. Please contact Frank Palumbo at (415) 274-0559. Late requests will be honored if possible.

- American Sign Language Interpreters
- The use of a reader during the meeting
- A Sound Enhancement System
- Minutes of the Meeting in Alternative Formats
- Large Print of the Agenda

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

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9/26/95

SAN FRANCISCO PORT COMMISSION

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REGULAR MEETING
4:00 P.M., TUESDAY, SEPTEMBER 26, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - August 29, 1995 Special Meeting

3. **EXECUTIVE**

   A. Executive Director's Report

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

   A. Consent to seaplane use at Pier 39 (Resolution No. 95-59)

   B. Approval of percentage rent adjustment for Franciscan parking lot at Pier 43-½ (Resolution No. 95-75)

6. **FACILITIES & OPERATIONS**

   A. Contract No. 2611, "Ferry Plaza and Piers 27/29, Earthquake Damage Repair," authorization to award contract. (Resolution No. 95-76)

   B. Fisherman's Wharf lighting improvements, authorization to issue a Request for Proposals for a professional services contract for design. (Resolution No. 95-77)

7. **PLANNING & DEVELOPMENT**

   A. Approval of transit shelters along the South Embarcadero (Resolution No. 95-78)

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Adoption of 1995/96 Rental Rate Schedule. (Resolution No. 95-79)

   B. Amendment to Brokers' Commission Policy (Resolution No. 95-80)

   C. Resolution commemorating the Tenth Anniversary of Yaizu City Fish Center (Resolution No. 95-82)

D. Approval of travel for one Port representative to attend meetings with industry representatives and legislative officials in Washington, D.C. during the White House Conference on Tourism (October 30-31) related to proposed reforms to the Passenger Services Act, in accordance with the Port's fiscal year 1995-1996 budget. (Resolution No. 95-83)

E. Approval of travel for one Port representative to attend the annual Fish Exposition trade show in Seattle, Washington, on September 28-29, in accordance with the Port's fiscal year 1995-1996 budget. (Resolution No. 95-84)

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING CLAIM AND ANTICIPATED LITIGATION MATTERS

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

September 18, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halstead
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: DENNIS P. BOUEY
Executive Director

SUBJECT: Consent to seaplane use at Pier 39

DIRECTOR'S RECOMMENDATION: CONSENT TO SEAPLANE USE AT PIER 39.

Background

In 1994, the Pier 39 Limited Partnership, which operates Pier 39 under Port Lease No. 9707, proposed conducting seaplane tours from Pier 39, as an additional attraction and excursion opportunity for visitors to Pier 39. The proposed seaplane tours would be operated by San Francisco Seaplane Tours, Inc., dba Commodore Seaplanes, which has conducted seaplane tours of San Francisco Bay for the past 47 years from its base in Sausalito.

The proposed seaplane operation at Pier 39 would involve one or two 8-passenger seaplanes, which have single engines that have been equipped for low noise generation. An existing dock in the east marina would be used for passenger loading and unloading, with take-offs and landings occurring some distance outside of the breakwater. The proposed tours would last approximately thirty minutes and would follow essentially the same route that the operation has flown from Sausalito. Flights would be limited to fair weather days during the hours of

THIS PRINT COVERS CALENDAR ITEM NO. 5A

9AM until sunset, seven days a week. There would be approximately 12-13 flights flown per day, with an average of two take-offs per hour. The seaplane tours will initially be priced at $74 per person, and it is anticipated that the seaplane operation will generate annual fees to the Pier 39 Limited Partnership of $50,000 by its second year of operation from Pier 39.

The proposed seaplane operation required the following approvals: environmental review and conditional use approval from the San Francisco Planning Department; approval from BCDC; and consent to the use by the San Francisco Port Commission. In order to assess and evaluate the proposed seaplane operation, a temporary trial period was allowed by these agencies. During this trial period (which has now expired), a noise assessment study was conducted, which evaluated noise generated by the seaplane operation. In addition, a separate study was conducted by the Marine Mammal Center to determine any potential impacts from the seaplane operation on the sea lion colony at Pier 39.

Based on the evaluation of the temporary seaplane operation, the San Francisco Planning Department issued a Certificate of Determination of Exclusion from Environmental Review, dated February 23, 1995, a copy of which is attached hereto as Exhibit 1. This certificate states that the studies did not demonstrate any negative impacts from the temporary seaplane operation and that there would be no significant effect on the environment if a modification of the original Pier 39 conditional use permit is granted to allow a long-term seaplane operation. On March 16, 1995, the City Planning Commission also approved amending the Pier 39 Conditional Use Permit to allow seaplanes to operate from Pier 39, subject to certain conditions. The conditional use authorization, which is attached hereto as Exhibit 2, further describes the proposed seaplane operation, the findings regarding the proposed operation, and the conditions for permitting this operation. On June 29, 1995, BCDC also approved an amendment to its permit for Pier 39 allowing the seaplane operation. A copy of this approval is attached hereto as Exhibit 3. As a part of the environmental review, both the Coast Guard and the Federal Aviation Administration also reviewed and approved the proposed seaplane operation.

Proposed Port Consent

The Pier 39 Master Lease (Port Lease No. L-9707), as amended on October 31, 1979, authorized certain specified uses, none of which includes seaplane type activities. Per the Pier 39 Master Lease, any new use or change of use requires consent by the Port. The Pier 39 Master Lease also requires that the Port and Pier 39 Limited Partnership ("Tenant") negotiate the new rent due the Port for the new or changed use, and if the Port and Tenant are unable to agree on a new rent, the Pier 39 Master Lease provides for binding arbitration.

The Executive Director and Tenant have negotiated the following schedule for payment of rent to the Port which is calculated as a percentage of the revenues that Tenant receives from the seaplane operation.

Annual Revenues Received by Tenant	Percent Paid to Port as Percentage Rent
First $50,000.00	15%
$50,000.01 - $100,000.00	17½%
Over $100,000.00	22½ %

For example, if Tenant receives $50,000 of annual rent from the seaplane operation, Tenant would pay $7,500 of percentage rent to the Port for this operation. By comparison, if seaplane tour operation had originally been included as an authorized use under the Pier 39 Master Lease, Tenant would pay the Port percentage rent equaling 10% of the revenue received by Tenant from the seaplane tour operation.

Port Staff recommends that the Port Commission grant its consent for operation of seaplane tours to the general public and moorage of seaplanes at Pier 39 under the Pier 39 Master Lease, subject to the conditions stated in Exhibit A of the attached Resolution No. 95-59. These conditions include the percentage rent schedule indicated above.

Prepared By: Frederick D. White, Director, Tenant and Maritime Services

G:\NHS\PIER39\COMMISSI.MEM

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-59

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, pursuant to Section VI.B of that lease agreement dated October 31, 1979, by and between North Point Center, Inc., as Tenant, and the City and County of San Francisco acting through its Port Commission, as Landlord, as amended, (the "Lease"), Tenant is permitted to change uses authorized by the Lease or to add a facility, operation or use not specifically authorized by the Lease; and

WHEREAS, the Port has the right of approval and consent to such intended change of use, not to be unreasonably withheld;

WHEREAS, the Port Commission's consent has been requested for use of the premises under the Lease for moorage of seaplanes and embarkation and disembarkation of passengers for seaplane tours; and

WHEREAS, the City's Office of Environmental Review has determined that the seaplane operation from the premises is exempt from review under the California Environmental Quality Act (CEQA) pursuant to a general rule exclusion (CEQA Guidelines Section 15061(b)(3); now therefore, be it

RESOLVED, that the Port Commission hereby approves the new use consisting of moorage of seaplanes and embarkation and disembarkation of passengers for seaplane flights and tours subject to satisfaction and compliance with those conditions attached hereto as Exhibit A; and be it further

RESOLVED, that the Port Commission hereby approves the percentage rent schedule for the seaplane use as set forth as condition 4 of the conditions attached hereto as Exhibit A.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995.

____
Secretary

G:\NHS\PIER39\SEARESO.2

PORT OF SAN FRANCISCO

Ferry Building
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Writer

MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of percentage rental adjustment for lease with Franciscan Restaurant at Pier 43-½

DIRECTOR'S RECOMMENDATION: APPROVE PERCENTAGE RENT ADJUSTMENT

Port Lease L-7593 for the Franciscan Parking Lot located at Pier 43-½ (the "Lease") has a 66-year lease term, which commenced on August 1, 1970. The Franciscan Parking Lot (the "Premises") contains 259 self-park spaces operated by a single on-site person. The Lease provides for percentage rental payments to the Port in the amount of 65% of gross receipts after deducting parking taxes. This Lease also provides for the adjustment of the percentage rental every twenty-five years, with the first such adjustment date being August 1, 1995. The Lease specifically provides that, if it is determined that the percentage rents for like uses in San Francisco in the vicinity of the Premises have increased or decreased as of the date of the determination, the percentage rental provided for in the Lease shall likewise be increased or decreased.

THIS PRINT COVERS CALENDAR ITEM NO. **5B**

The Port examined the current market percentage rents paid by parking lots in the vicinity of the lease premises and after discussion with the Tenant agreed to a market rate of 66%.

Port staff therefore recommends that the percentage rental for the Lease be adjusted effective August 1, 1995 to 66% of gross receipts (after parking taxes).

Prepared by: Frederick D. White
Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO
RESOLUTION NO. 95-75

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581 (g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, Port Lease No. L-7953 for the Franciscan Parking Lot (the "Premises") provides for adjustment in the percentage rental based on the determination that the percentage rental for like uses in San Francisco in the vicinity of the Premises have increased or decreased as of the date of the determination; and

WHEREAS, The Port caused and reviewed a market study to determine if the percentage rental for like uses in San Francisco in the vicinity of the Premises have increased or decreased; and now, therefore be it

RESOLVED, that the Port Commission determines that as of August 1, 1995 the percentage rent for like uses in San Francisco in the vicinity of the Premises has increased since the date of the Lease; and be it further

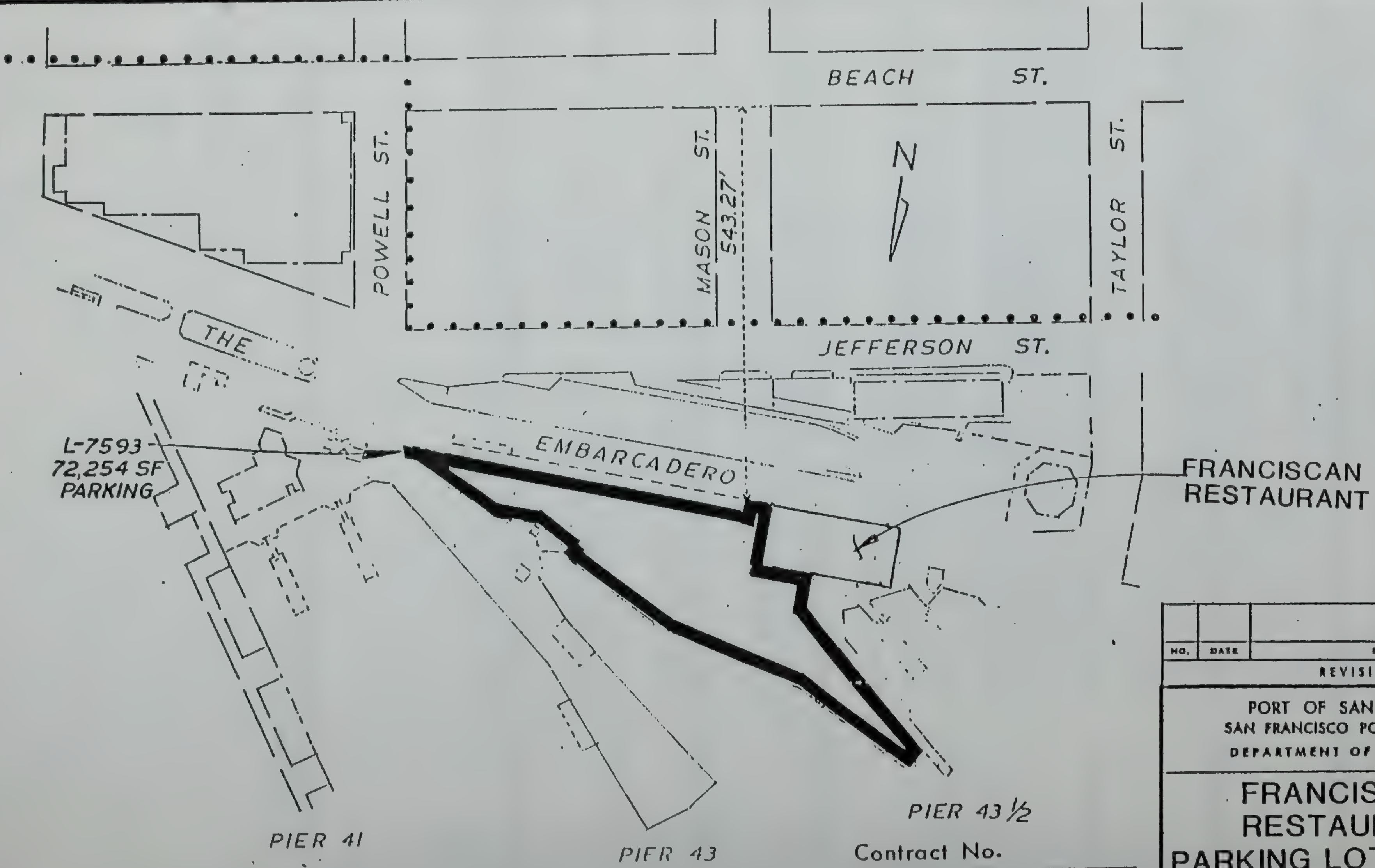
RESOLVED, that the Port Commission determines that the market rate of percentage rent under Port Lease No. L-7593 is 66%; and be it further

RESOLVED, that the percentage rental for Port Lease No. L-7593 is hereby increased to sixty-six percent (66%) effective August 1, 1995; and be it further

RESOLVED, that the Executive Director or his designee is hereby authorized to execute all such appropriate documentation as needed to implement this Resolution.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995.

Commission Secretary


BEACH ST.
POWELL ST.
MASON ST.
543.27'
TAYLOR ST.
N
JEFFERSON ST.
THE
EMBARCADERO
L-7593
72,254 SF
PARKING
FRANCISCAN
RESTAURANT
PIER 41
PIER 43
PIER 43 1/2

Contract No.

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE

CHIEF ENGINEER

NO.	DATE	DESCRIPTION

REVISIONS

PORT OF SAN FRANCISCO
SAN FRANCISCO PORT COMMISSION
DEPARTMENT OF ENGINEERING

FRANCISCAN RESTAURANT PARKING LOT L-7593

IN CHARGE OF
CHECKED BY
MADE BY
DATE
TRACED BY
SCALE
DRAWING NO.
PIER 43 1/2
SHEET NO.
2
OF SHEETS

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Construction Contract No. 2611, "Ferry Plaza and Piers 27&29, Earthquake Repair Project, Pile and Deck Repair", authorization to award

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO AWARD THIS CONTRACT IN ACCORDANCE WITH THE ATTACHED RESOLUTION

The Port Commission authorized the advertisement of Construction Contract No. 2611 at the regular meeting of June 7, 1995. This contract is for earthquake damage repair of the Ferry Plaza and Piers 27&29. Bids were received on August 15, 1995 and the low bidder is San Luis Gonzaga/Ranger Pipelines/Bay Pacific Pipelines, a Joint Venture at $4,659,000. The Bid Summary is attached. San Luis Gonzaga is a certified MBE with 40% of the contract work and the joint venture was therefore entitled to a 7.5% bid preference. This company was also the absolute low bidder. All the contract documents are in order and the Human Rights Commission has approved the contractor as to meeting all HRC requirements.

All of this work will be funded by FEMA/OES. Staff recommends the award of this contract to the subject contractor, with contingency of $470,000 available for possible Type 1 contract modifications, and authorization of the Executive Director to accept the work at its completion.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 6A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-76

WHEREAS, the Commission authorized the advertisement of Construction Contract No. 2611, Ferry Plaza and Piers 27 & 29, Earthquake Repair Project, Pile and Deck Repair", at the regular meeting of June 7, 1995; and

WHEREAS, bids for this contract were received on August 15, 1995; and

WHEREAS, the low bidder is San Luis Gonzaga/Ranger Pipelines/Bay Pacific Pipelines, a Joint Venture at $4,659,000; and

WHEREAS, San Luis Gonzaga is a certified MBE with 40% of the contract work, therefore entitling the joint venture to a 7.5% bid preference; and

WHEREAS, all of the contract documents are in order and the Human Rights Commission has approved the contract as to meeting all HRC requirements; and

WHEREAS, all the work will be entirely funded by FEMA/OES; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby approves the award of Contract No. 2611, "Ferry Plaza and Piers 27 & 29, Earthquake Repair Project, Pile and Deck Repair", to San Luis Gonzaga/Ranger Pipelines/Bay Pacific Pipelines, a Joint Venture at a cost of $$4,659,000, authorizes an additional $470,000 of funds for possible Type 1 contract modifications and authorizes the Executive Director to accept the work at its completion.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995.

Secretary

agd-2608.cj

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: P.K.
Checked By: R.D.
Date: August 15, 1995
Page 1 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair
Contract No.: 2611 Project Engineer: Joe Roger, S.E. Bids Opened: 2PM, Tuesday August 15, 1995

			San Luis Gonzaga / Ranger Pipelines / Bay Pacific Pipelines, a Joint Venture 5739 Mission Street San Francisco, CA 94112 (415) 333-7970		Homer J. Olsen, Inc. 35500 Olsen Way Union City, CA 94587 (510) 489-1661		Arntz Builders / D. Stewart Thompson, a Joint Venture 3727 Buchanan Street, Suite 206 San Francisco, CA 94123 (415) 921-4485		Barnes / LTM, a Joint Venture 449 10th Street San Francisco, CA 94103 (415) 552-7070	
Bid Item #	**Description**	**Estimated Quantity**	**Unit /LS Price**	**Total**	**Unit /LS Price**	**Total**	**Unit /LS Price**	**Total**	**Unit /LS Price**	**Total**
LS - 1	Repair piers/batter piles and relocate utilities, as shown and specified.	LS	$3,831,900.00	$3,831,900.00	$3,990,000.00	$3,990,000.00	$5,153,202.00	$5,153,202.00	$5,299,000.00	$5,299,000.00
LS - 2	Repair deck joints and precast wall panels, as shown and specified.	LS	$110,000.00	$110,000.00	$381,000.00	$381,000.00	$159,740.00	$159,740.00	$149,000.00	$149,000.00
UP - 1	FP: Repair Level 1 type deck damage, as shown and specified. Per lineal foot.	60	$30.00	$1,800.00	$105.00	$6,300.00	$17.33	$1,039.80	$90.00	$5,400.00
UP - 2	FP: Repair Level 2 type deck damage, as shown and specified. Per square foot.	220	$70.00	$15,400.00	$35.00	$7,700.00	$45.25	$9,955.00	$50.00	$11,000.00
UP - 3	FP: Repair Level 3 type deck damage, as shown and specified. Per square foot.	2,560	$70.00	$179,200.00	$30.00	$76,800.00	$35.45	$90,752.00	$90.00	$230,400.00
UP - 4	FP: Repair Level 4 type deck damage, as shown and specified. Per square foot.	1,080	$70.00	$75,600.00	$60.00	$64,800.00	$41.37	$44,679.60	$130.00	$140,400.00
UP - 5	FP: Repair Level 5 type deck damage, as shown and specified. Per square foot.	360	$100.00	$36,000.00	$80.00	$28,800.00	$53.99	$19,436.40	$110.00	$39,600.00
UP-5A	FP: Provide sound-mitigating system, as specified. Per location.	156	$100.00	$15,600.00	$700.00	$109,200.00	$401.81	$62,682.36	$200.00	$31,200.00
UP - 6	P27: Repair Level 1 type deck damage, as shown and specified. Per lineal foot.	40	$30.00	$1,200.00	$150.00	$6,000.00	$17.33	$693.20	$90.00	$3,600.00

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: P.K.
Checked By: R.D.
Date: August 15, 1995
Page 2 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair
Contract No.: 2611
Project Engineer: Joe Roger, S.E.
Bids Opened: 2PM, Tuesday August 15, 1995

			Marinship Construction Services, Inc. / Valentine Corporation, a Joint Venture 41 Dorman Ave., Suite #3 San Francisco, CA 94124 (415) 282-5160 (415) 453-3732		Nibbi Tom, a Joint Venture 1433 17th Street San Francisco, CA 94107 (415) 863-1820		West Coast Bridge, Inc. / Pan Marine Constructors, Inc., a Joint Venture Pier 33 - Embarcadero San Francisco, CA 94111 (415) 989-0280	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
LS - 1	Repair piers/batter piles and relocate utilities, as shown and specified.	LS	$5,996,418.00	$5,996,418.00	$7,321,767.00	$7,321,767.00	$6,523,000.00	$6,523,000.00
LS - 2	Repair deck joints and precast wall panels, as shown and specified.	LS	$30,092.00	$30,092.00	$146,250.00	$146,250.00	$258,000.00	$258,000.00
UP - 1	FP: Repair Level 1 type deck damage, as shown and specified. Per lineal foot.	60	$45.00	$2,700.00	$100.00	$6,000.00	$120.00	$7,200.00
UP - 2	FP: Repair Level 2 type deck damage, as shown and specified. Per square foot.	220	$73.00	$16,060.00	$150.00	$33,000.00	$90.00	$19,800.00
UP - 3	FP: Repair Level 3 type deck damage, as shown and specified. Per square foot.	2,560	$87.00	$222,720.00	$175.00	$448,000.00	$700.00	$1,792,000.00
UP - 4	FP: Repair Level 4 type deck damage, as shown and specified. Per square foot.	1,080	$114.00	$123,120.00	$200.00	$216,000.00	$700.00	$756,000.00
UP - 5	FP: Repair Level 5 type deck damage, as shown and specified. Per square foot.	360	$242.00	$87,120.00	$2,500.00	$900,000.00	$700.00	$252,000.00
UP-5A	FP: Provide sound-mitigating system, as specified. Per location.	156	$58.00	$9,048.00	$250.00	$39,000.00	$2,100.00	$327,600.00
UP - 6	P27: Repair Level 1 type deck damage, as shown and specified. Per lineal foot.	40	$45.00	$1,800.00	$100.00	$4,000.00	$120.00	$4,800.00

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: P.K.
Checked By: R.D.
Date: August 15, 1995
Page 3 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair
Contract No.: 2611 Project Engineer: Joe Roger, S.E. Bids Opened: 2PM, Tuesday August 15, 1995

			San Luis Gonzaga / Ranger Pipelines / Bay Pacific Pipelines, A Joint Venture 5739 Mission Street San Francisco, CA 94112 (415) 333-7970		Homer J. Olsen, Inc. 35500 Olsen Way Union City, CA 94587 (510) 489-1661		Arntz Builders / D. Stewart Thompson, A Joint Venture 3727 Buchanan Street, Suite 206 San Francisco, CA 94123 (415) 921-4485		Barnes / LTM, A Joint Venture 449 10th Street San Francisco, CA 94103 (415) 552-7070	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
UP - 7	P27: Repair Level 2 type deck damage, as shown and specified. Per square foot.	1,330	$70.00	$93,100.00	$18.00	$23,940.00	$42.94	$57,110.20	$50.00	$66,500.00
UP - 8	P27: Repair Level 3 type deck damage, as shown and specified. Per square foot.	1,950	$70.00	$136,500.00	$29.00	$56,550.00	$35.53	$69,283.50	$80.00	$156,000.00
UP - 9	P27: Repair Level 4 type deck damage, as shown and specified. Per square foot.	470	$70.00	$32,900.00	$52.00	$24,440.00	$36.51	$17,159.70	$130.00	$61,100.00
UP - 10	P29: Repair vertical piles per Plan Sections A and C, all as shown and specified. Per vertical pile.	3	$10,000.00	$30,000.00	$13,000.00	$39,000.00	$10,383.00	$31,149.00	$18,000.00	$54,000.00
UP - 11	P29: Repair vertical pile connections per Plan Section D, all as shown and specified. Per vertical pile.	5	$5,000.00	$25,000.00	$9,000.00	$45,000.00	$5,623.34	$28,116.70	$5,500.00	$27,500.00
UP - 12	P29: Repair Type 1 deck damage, as shown and specified. Per square foot.	20	$30.00	$600.00	$180.00	$3,600.00	$17.33	$346.60	$160.00	$3,200.00
UP - 13	P29: Repair Type 2 deck damage, as shown and specified. Per square foot.	180	$70.00	$12,600.00	$66.00	$11,880.00	$43.83	$7,889.40	$320.00	$57,600.00
UP - 14	P29: Repair Type 3 deck damage, as shown and specified. Per square foot.	760	$70.00	$53,200.00	$12.00	$9,120.00	$35.70	$27,132.00	$70.00	$53,200.00
UP - 15	P29: Repair Type 4 deck damage, as shown and specified. Per square foot.	120	$70.00	$8,400.00	$87.00	$10,440.00	$37.66	$4,519.20	$200.00	$24,000.00
	Totals			**$4,659,000.00** SEE NOTE		**$4,894,570.00**		**$5,784,886.66** SEE NOTE		**$6,412,700.00**

NOTE: Bidder's arithmetic error corrected.

[illegible]

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: P.K.
Checked By: R.D.
Date: August 15, 1995
Page 4 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair
Contract No.: 2611
Project Engineer: Joe Roger, S.E.
Bids Opened: 2PM, Tuesday August 15, 1995

			Marinship Construction Services, Inc. / Valentine Corporation, a Joint Venture 41 Dorman Ave., Suite #3 San Francisco, CA 94124 (415) 282-5160 (415) 453-3732		Nibbi Tom, a Joint Venture 1433 17th Street San Francisco, CA 94107 (415) 863-1820		West Coast Bridge, Inc. / Pan Marine Constructors, Inc., a Joint Venture Pier 33 - Embarcadero San Francisco, CA 94111 (415) 989-0280	
Bid Item #	Description	Estimated Quantity	Unit /LS Price	Total	Unit /LS Price	Total	Unit /LS Price	Total
UP - 7	P27: Repair Level 2 type deck damage, as shown and specified. Per square foot.	1,330	$73.00	$97,090.00	$150.00	$199,500.00	$700.00	$931,000.00
UP - 8	P27: Repair Level 3 type deck damage, as shown and specified. Per square foot.	1,950	$87.00	$169,650.00	$175.00	$341,250.00	$700.00	$1,365,000.00
UP - 9	P27: Repair Level 4 type deck damage, as shown and specified. Per square foot.	470	$116.00	$54,520.00	$200.00	$94,000.00	$700.00	$329,000.00
UP - 10	P29: Repair vertical piles per Plan Sections A and C, all as shown and specified. Per vertical pile.	3	$14,313.00	$42,939.00	$9,466.00	$28,398.00	$16,000.00	$48,000.00
UP - 11	P29: Repair vertical pile connections per Plan Section D, all as shown and specified. Per vertical pile.	5	$5,885.00	$29,425.00	$4,051.00	$20,255.00	$10,000.00	$50,000.00
UP - 12	P29: Repair Type 1 deck damage, as shown and specified. Per square foot.	20	$45.00	$900.00	$100.00	$2,000.00	$150.00	$3,000.00
UP - 13	P29: Repair Type 2 deck damage, as shown and specified. Per square foot.	180	$73.00	$13,140.00	$150.00	$27,000.00	$120.00	$21,600.00
UP - 14	P29: Repair Type 3 deck damage, as shown and specified. Per square foot.	760	$94.00	$71,440.00	$175.00	$133,000.00	$700.00	$532,000.00
UP - 15	P29: Repair Type 4 deck damage, as shown and specified. Per square foot.	120	$14.00	$1,680.00	$238.00	$28,560.00	$700.00	$84,000.00
	Totals			**$6,969,862.00** SEE NOTE		**$9,987,980.00** SEE NOTE		**$13,304,000.00** SEE NOTE

NOTE: Bidder's arithmetic error corrected.

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: **P.K.**
Checked By: **R.D.**
Date: **August 15, 1995**
Page 5 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair
Contract No.: 2611 **Project Engineer: Joe Roger, S.E.** **Bids Opened: 2PM, Tuesday August 15, 1995**

		San Luis Gonzaga / Ranger Pipelines / Bay Pacific Pipelines, A Joint Venture 5739 Mission Street San Francisco, CA 94112 (415) 333-7970		Homer J. Olsen, Inc. 35500 Olsen Way Union City, CA 94587 (510) 489-1661		Arntz Builders / D. Stewart Thompson, A Joint Venture 3727 Buchanan Street, Suite 206 San Francisco, CA 94123 (415) 921-4485		Barnes / LTM, A Joint Venture 449 10th Street San Francisco, CA 94103 (415) 552-7070	
Required Forms	Document #	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)
Proposal	00300	Y		Y		Y		Y	
Addenda Acknowledgement (1-5)		Y		Y		Y		Y	
Schedule of Bid Prices	00302	Y		Y		Y		Y	
Schedule of Unit Prices	00304	Y		Y		Y		Y	
Bid Bond	00411	Y		Y		Y		Y	
Experience & Financial Qualifications	00420	Y		Y		Y		Y	
List of Subcontractors	00430	Y		Y		Y		Y	
Non-Collusion Certification	00481	Y		Y		Y		Y	
HRC Form 1		Y		Y		Y		Y	
HRC Schedule A (as applic, by 5pm)									
HRC Schedule L (as applic, by 5pm)									
HRC Form 2A		Y		Y		Y		Y	
HRC Form 2B		Y		Y		Y		Y	
Apprenticeship Program	00490	Y		Y		Y		Y	
Business Tax Reg Declaration	00491	Y		Y		Y		Y	
Highest General Prevailing Wage	00492	Y		Y		Y		Y	
Equal Opp Empl & Bus Practices: LD	00493	Y		Y		Y		Y	
MacBride Principles	00494	Y		Y		Y		Y	
Deemed Responsive by Engin & HRC (Y/N) ?		Y		Y		N, WBE% NOT MET		N, WBE% NOT MET	

Total Bid ►		$4,659,000.00	$4,894,570.00	$5,784,886.66	$6,412,700.00
PREFERENCES (as applicable):					
MBE	10%				
WBE	10%				
LBE	5%				
JV	5%				
JV	7.5%	$349,425.00			
JV	10%			$578,488.67	$641,270.00
Adjusted Bid ►		$4,309,575.00	$4,894,570.00	$5,206,397.99	$5,771,430.00

rd.f:\pp2729\lotus\pbidsum.wk4

BID SUMMARY
PORT OF SAN FRANCISCO

Prepared By: F.K.
Checked By: R.D.
Date: August 15, 1995
Page 6 of 6

Project: Ferry Plaza and Piers 27 & 29 Earthquake Damage Repair

Contract No.: 2611 **Project Engineer: Joe Roger, S.E.** **Bids Opened: 2PM, Tuesday August 15, 1995**

		Marinship Construction Services, Inc. / Valentine Corporation, a Joint Venture 41 Dorman Ave., Suite #3 San Francisco, CA 94124 (415) 282-5160 (415) 453-3732		Nibbi Tom, a Joint Venture 1433 17th Street San Francisco, CA 94107 (415) 863-1820		West Coast Bridge, Inc. / Pan Marine Constructors, Inc., a Joint Venture Pier 33 - Embarcadero San Francisco, CA 94111 (415) 989-0280	
Required Forms	Document #	Yes (Y)	No (N)	Yes (Y)	No (N)	Yes (Y)	No (N)
Proposal	00300	Y		Y		Y	
Addenda Acknowledgement (1-5)		Y		Y		Y	
Schedule of Bid Prices	00302	Y		Y		Y	
Schedule of Unit Prices	00304	Y		Y		Y	
Bid Bond	00411	Y		Y		Y	
Experience & Financial Qualifications	00420	Y		Y		Y	
List of Subcontractors	00430	Y		Y		Y	
Non-Collusion Certification	00481	Y		Y		Y	
HRC Form 1		Y		Y		Y	
HRC Schedule A (as applic, by 5pm)							
HRC Schedule L (as applic, by 5pm)							
HRC Form 2A		Y		Y		Y	
HRC Form 2B		Y		Y		Y	
Apprenticeship Program	00490	Y		Y		Y	
Business Tax Reg Declaration	00491	Y		Y		Y	
Highest General Prevailing Wage	00492	Y		Y		Y	
Equal Opp Empl & Bus Practices: LD	00493	Y		Y		Y	
MacBride Principles	00494	Y		Y		Y	
Deemed Responsive by Engin & HRC (Y/N) ?		N, MBE & WBE% NOT MET		N, MBE & WBE% NOT MET		N, MBE & WBE% NOT MET	

Total Bid		$6,969,862.00	$9,987,980.00	$13,304,000.00
PREFERENCES (as applicable):				
MBE	10%			
WBE	10%			
LBE	5%			
JV	5%			
JV	7.5%			
JV	10%	$696,986.20	$998,798.00	$1,330,400.00
Adjusted Bid		$6,272,875.80	$8,989,182.00	$11,973,600.00

NOTE: Claimed 10% JV, but no percentage was allocated in HRC Form 1.

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PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Fishermans's Wharf Lighting Improvements, authorization to issue a Request for Proposals for outside consultant services for design

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO ISSUE A REQUEST FOR PROPOSALS IN ACCORDANCE WITH THE ATTACHED RESOLUTION

The existing lighting system at the Fisherman's Wharf is deteriorated, does not complement the area and is not energy efficient. The Port is seeking the services of a lighting expert to design a new system which creates a functional as well as aesthetically pleasing lighting system throughout the Fisherman's Wharf area. This design shall be performed under the supervision of a lighting design specialist who has been directly responsible for the design of at least two (2) major landmark lighting projects. The lighting improvement design shall take into consideration the existing light fixtures surrounding the proposed area. The proposed new street lighting shall replicate or complement the Acorn type street lighting installed along The Embarcadero.

Care shall be taken to minimize glare; particularly that which might affect the surrounding neighborhoods. The new lighting system shall be energy efficient and easy to maintain.

THIS PRINT COVERS CALENDAR ITEM **6B**

agd-goon.cj

SCOPE OF WORK

1. Inner and Outer Lagoon
   A major goal is the design of a new lighting scheme for the Inner and Outer Lagoons to create a dramatic impact and ambience for this significant San Francisco landmark. The new lighting shall be designed with concern for the restaurants surrounding this area as well as tourists viewing this area from Jefferson Street.

2. Embarcadero Street from Powell to Pier 45 and the triangular parking lot.
   This portion of the project encompasses the area in front of Pier 45 and the triangular parking lot which includes the flag poles, signage and the tree lighting. It also provides for street lighting design for the area along The Embarcadero between Powell Street and Taylor Street to be compatible with the other roadway designs for The Embarcadero.

3. Jefferson Street from Jones Street to Hyde Street
   Provide street lighting design similar to the new street lighting to be installed along the remaining portions of Jefferson Street and The Embarcadero.

4. Ferry Arch at Pier 43
   Provide facade lighting design for the Ferry Arch structure at Pier 43.

Although the Port has in-house electrical engineering staff, it does not have the expertise in landmark lighting design.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-77

WHEREAS, the existing lighting system at the Fisherman's Wharf is deteriorated, does not complement the area and is not energy efficient; and

WHEREAS, the Port is seeking the outside services of a lighting expert consultant to design a new lighting system which creates a functional as well as aesthetically pleasing lighting system throughout the Fisherman's Wharf area; and

WHEREAS, said consultant shall be supervised by a lighting design specialist who has been directly responsible for the design of at least two (2) major landmark lighting projects which were subsequently constructed; and

WHEREAS, although the Port has in-house electrical engineering staff, it does not have the expertise in landmark lighting design; therefore be it

RESOLVED, that the Commission hereby authorizes staff to issue a Request for Proposals for outside lighting expert consultant services for design of Fisherman's Wharf Lighting Improvements.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995.

____

Secretary

agd-goon.cj

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

September 18, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: **Transit Shelters along the South Embarcadero.** The Public Transportation Department will make a presentation of the design and location of proposed Transit Shelters along the South Embarcadero and King Street.

DIRECTOR'S RECOMMENDATION: ADOPT THE ATTACHED RESOLUTION RECOMMENDING APPROVAL OF PROPOSED DESIGN AND LOCATION OF TRANSIT SHELTERS.

The MMX street-car line will provide new service along the South Embarcadero. Upon completion of the MUNI-Metro Turnback project now under construction between the foot of Market Street and Folsom Street, the street-car tracks that run below Market Street will connect to the MMX street-car line which will surface at Folsom Street and run south along the Embarcadero. On Port property, the street-car will stop at Folsom Street and Brannan Street along the South Embarcadero. There are also three other stops along King Street before the terminus of the current construction phase at Sixth Street. The MMX may also connect to the F-Line on the surface between Mission Street and Folsom Street, providing a continuous street-car line from China Basin to Fisherman's Wharf. This connection is now under study by the Public Transportation Department (PTD) and is supported by the Port Commission, Redevelopment Agency Commission, and The Transportation Authority.

THIS PRINT COVERS CALENDAR ITEM NO. 7A

L:\...sheltas

During the past nine months, PTD, working with a technical advisory committee and through citizen meetings, has developed plans for transit shelters along the South Embarcadero and King Street. PTD held several community meetings which flushed out the key issues of potential view blockage of shelters, shelter size, and location of the shelters. The shelter design now proposed features a wave pattern glass roof and transparent wave pattern glass wind screens. Both the shelter and wind screens appear light and transparent. The Brannan Street stop does not have a shelter as requested by Delancey Street, who were concerned about obstructing waterfront views.

Port staff is currently preparing urban design guidelines for the waterfront. Upon adoption of guidelines by the Port Commission, staff also envisions a design review process for major projects, including those similar to transit shelters. In formulating the design for the shelters, PTD enlisted the services of a team led by Sasaki Associates, who was responsible for the urban design review of the Embarcadero Roadway. The project team consisted of a landscape architect, urban designer, artist, architect and others. Due to the proven capabilities of this team on the Embarcadero Roadway and the community involvement in the design of the shelters, Port staff believes that there was adequate design input into the process. The final result are shelters and wind screens that complement the design of the Embarcadero while maintaining visibility of the waterfront.

The approval process for MMX transit station designs include getting recommendations from the Art Commission and approval from the Port Commission, before final approval by the Public Transportation Commission. The Art Commission approved the transit shelter design on July 24, 1995, with the recommendation that the PTD reconsider the Brannan Street station design to provide shelters to enhance passenger comfort.

While the platforms for the MMX stops were constructed with the Embarcadero Roadway project, the following work comprises the remaining construction of the stations: platform surface finishes; information kiosks; ticketing machines; shelters; benches; wind screens; and lighting. The Port and PTD will enter into a MOU to identify locations and conditions of advertising panels on Port property. This MOU will come before the Port Commission at a later date. At this time, PTD is seeking conceptual approval of the design of the shelters and wind screens only.

Prepared by: Sharon Lee Polledri
Director, Planning & Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-78

WHEREAS, Street-car service along the South Embarcadero will provide transit access to Port facilities and the adjoining residential neighborhoods;

WHEREAS, Public access to Port facilities is a goal identified in the Draft Waterfront Land Use Plan;

WHEREAS, The remaining component to completing MMX transit facilities along the South Embarcadero is finishing the platforms with the installation of shelters, wind screens and kiosks;

WHEREAS, The design of the proposed transit shelters and wind screens for the South Embarcadero are as transparent as possible in order maintain views of the waterfront; therefore be it

RESOLVED, That the Port Commission recommends to the Public Transportation Commission, adoption of the conceptual design of the transit shelters and wind screens at the Folsom Street stop; and be it further

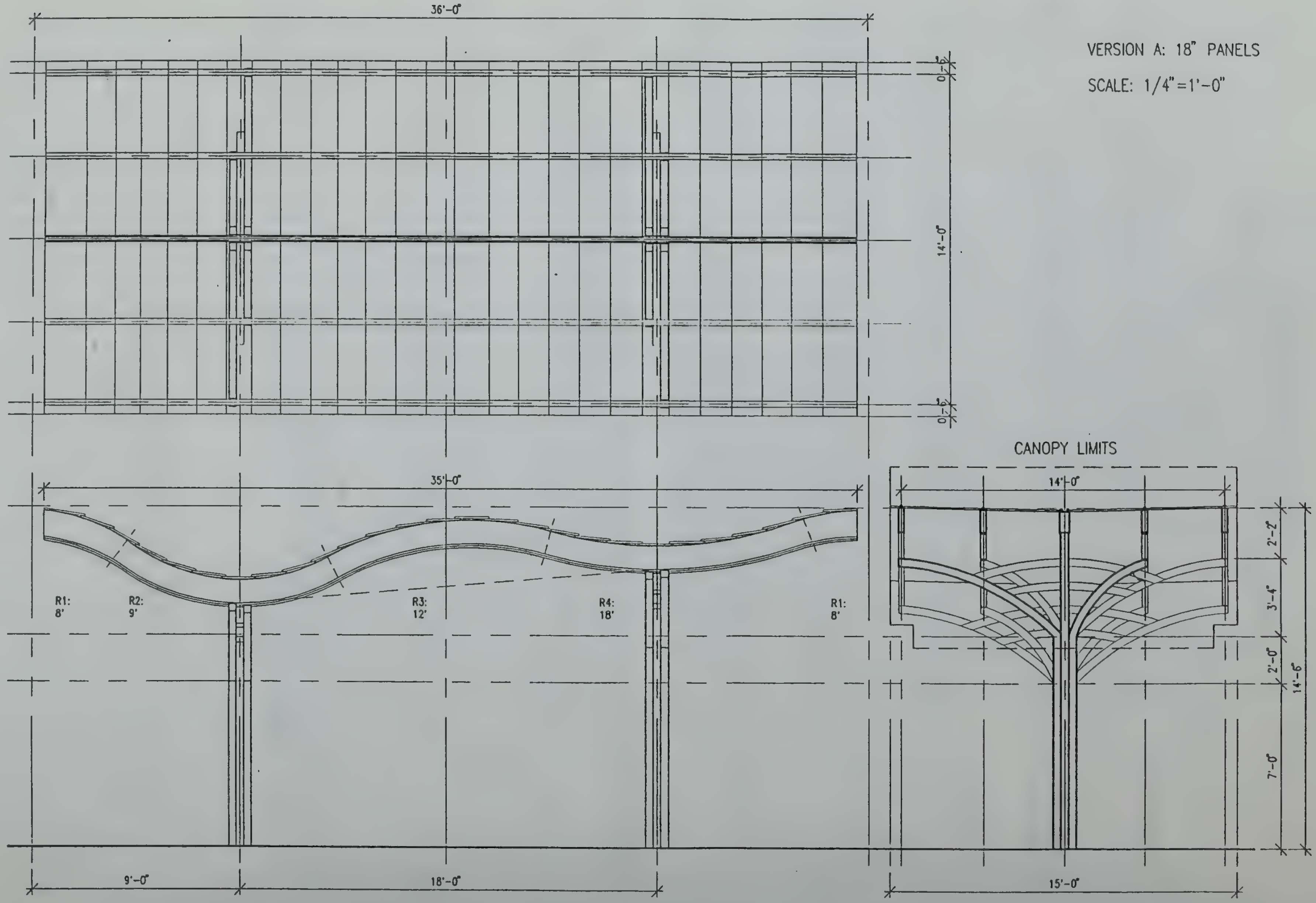
RESOLVED, That the Port Commission also recommends that the Public Transportation Commission not approve installation of shelters or wind screens at the Brannan Street stop, so as to preserve views of the waterfront; and be it further

RESOLVED, That the Port Commission and the Public Transportation Commission will enter into a Memorandum of Understanding (MOU) to identify locations and conditions of transit stop advertising panels on Port property.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995.

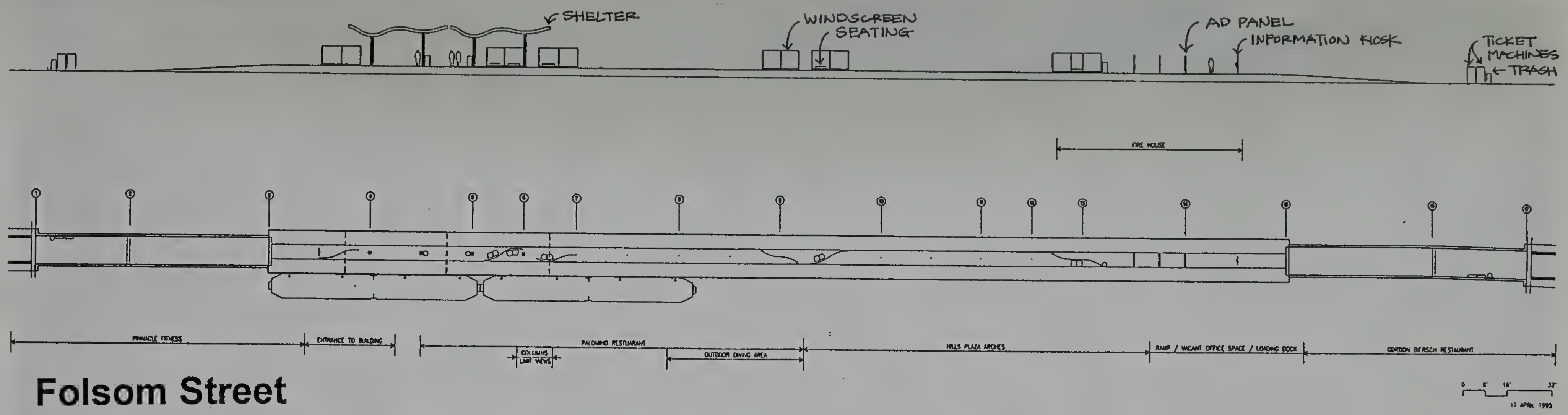
____
Secretary

L:\...sheltas

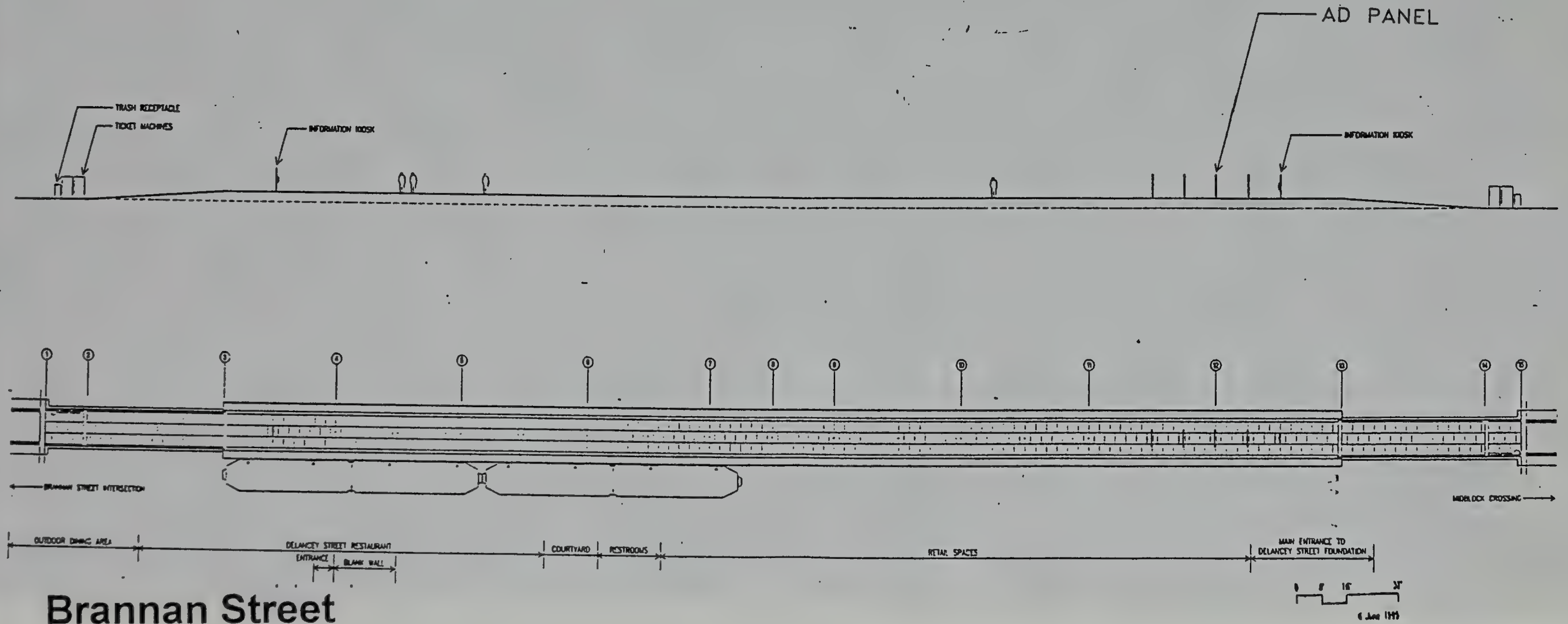


VERSION A: 18" PANELS
SCALE: 1/4"=1'-0"
36'-0"
0'-6"
14'-0"
0'-6"
CANOPY LIMITS
35'-0"
14'-0"
R1:
8'
R2:
9'
R3:
12'
R4:
18'
R1:
8'
2'-2"
3'-4"
2'-0"
14'-6"
7'-0"
9'-0"
18'-0"
15'-0"

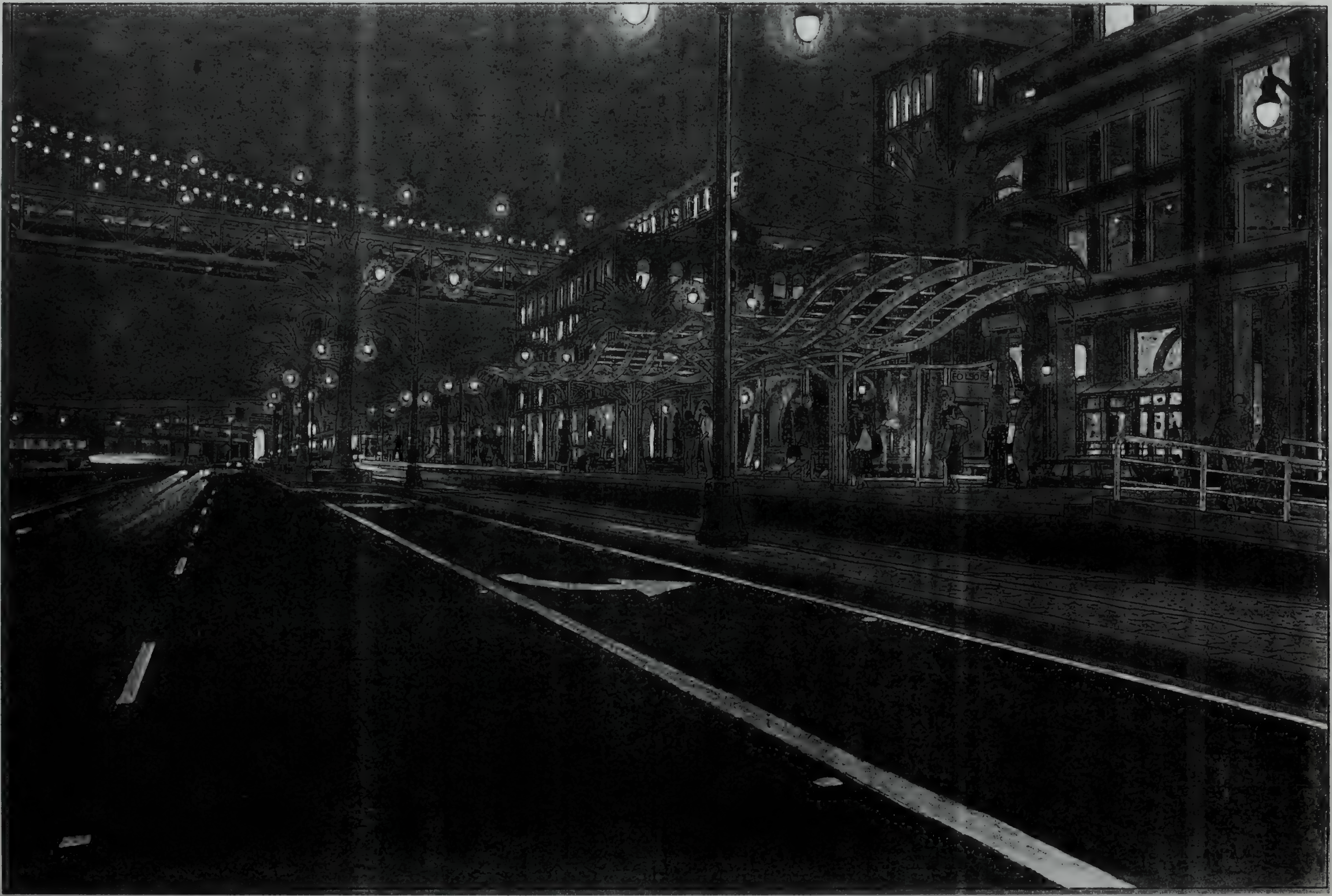
Shelter Canopy


SHELTER
WINDSCREEN
SEATING
AD PANEL
INFORMATION KIOSK
TICKET MACHINES
TRASH
FIRE HOUSE
PINNACLE FITNESS
ENTRANCE TO BUILDING
PALOMINO RESTUARANT
COLUMNS
LIMIT VIEWS
OUTDOOR DINING AREA
HILLS PLAZA ARCHES
RAMP / VACANT OFFICE SPACE / LOADING DOCK
GORDON BIERSCH RESTAURANT
0
8'
16'
32'
17 APRIL 1995

Folsom Street


AD PANEL
TRASH RECEPTACLE
TICKET MACHINES
INFORMATION KIOSK
INFORMATION KIOSK
BRANNAN STREET INTERSECTION
MIDBLOCK CROSSING
OUTDOOR DINING AREA
DELANCEY STREET RESTAURANT
ENTRANCE
BLANK WALL
COURTYARD
RESTROOMS
RETAIL SPACES
MAIN ENTRANCE TO DELANCEY STREET FOUNDATION
0
8'
16'
32'
6 June 1995

Brannan Street


FOLSOM

PORT OF SAN FRANCISCO

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MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Adoption of 1995-96 Rental Rate Schedule

DIRECTOR'S RECOMMENDATION: ADOPT THE 1995-96 RENTAL RATE SCHEDULE

On September 8, 1993, the Port Commission approved Leasing Parameters, which included a Rental Rate Schedule, and authorized the Executive Director to approve and execute leases which conform to the Leasing Parameters. The resolution approving these Leasing Parameters required annual review and adoption of the Rental Rate Schedule.

Attached for Commission consideration is the Rental Rate Schedule proposed for 1995-96. The changes proposed in the 1995-96 Rental Rate Schedule reflect the results of market surveys conducted by Staff as well as Staff's direct experience in marketing and leasing Port properties.

THIS PRINT COVERS CALENDAR ITEM NO. 9A

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-79

WHEREAS, by Resolution No. 93-127, adopted September 8, 1993, this Commission authorized the Executive Director to approve and execute leases which conform to Leasing Parameters set forth in said Resolution No. 93-127; and

WHEREAS, said Leasing Parameters provide that leases so approved and executed shall have rents that conform to the Rental Rate Schedule adopted annually by the Port Commission; and

WHEREAS, Staff has performed and reviewed market surveys and recommended a 1995-96 Rental Rate Schedule as attached hereto; now therefore be it

RESOLVED, that this Commission hereby approves and adopts the 1995-96 Rental Rate Schedule, including the 1995-96 Minimum Net Effective Rental Rate Schedule, attached hereto as Attachments I and II respectively.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of September 26, 1995

Secretary

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1995-96 RENTAL RATE SCHEDULE

LOCATION AND TYPE OF SPACE	RATES PER SQ. FT./MONTH*
GROSS (FULL SERVICE) OR NEAR GROSS LEASES	
Ferry Bldg./Agriculture Bldg.	
1st Floor Space	
Exterior	$.70 - 1.30
Interior	$.60 - .90
Storage	$.60 - .70
2nd and 3rd Floor Space	
Water View	$2.00 - 2.50
Partial Water View	$1.75 - 1.85
Embarcadero Orientation	$1.45 - 1.65
Interior	$ .90 - 1.35
Space-Future Shear Wall Impact	**$ .70 - 1.00**
Roundhouse Plaza	
Roundhouse One (1500 Sansome Street)	**$1.35 - 1.60**
Roundhouse Two (10 Lombard, The Sandhouse, 1101 Embarcadero)	**$1.50 - 1.75**
Southern Waterfront	
401 Terry Francois Blvd.	
Water View	$1.20 - 1.30
Street	$1.00 - 1.10
501 Army Street	$.75 - .90
Pier 70 - Office Building 11	$.40 - .60
NET LEASES	
Pier and Bulkhead North of Ferry Building	
Water View Office	$.90 - 1.25
Embarcadero Orientation Office	$.85 - 1.20
Exterior Office	$.80 - 1.10
Interior Office	$.70 - 1.00
Enclosed (Walled) Shed Space	$.40 - .70
Open Shed Space	$.30 - .45
Pier and Bulkhead South of Ferry Building	
Improved Bulkhead Office	$.75 - 1.00
Exterior Office	$.60 - . 90
Interior Office	$.50 - .75
Enclosed (Walled) Shed Space	$.35 - .70
Open Shed Space	$.30 - .40
General Space	
Open Space, Paved/Unpaved-North of China Basin	$.15 - .25
Open Space, Paved/Unpaved-South of China Basin	$.10 - .20
Apron Space	$.15 - .18

* Range based on location and condition of space; assumes painting and upgrading of floor covering by Port as necessary and brokerage fees.

ATTACHMENT I

1995-96 MINIMUM NET EFFECTIVE RENTAL RATE SCHEDULE

	RENT/SQ. FT./MONTH*
GROSS (FULL SERVICE) OR NEAR GROSS LEASES	
Ferry Bldg./Agriculture Bldg..	
1st Floor Space	
Exterior	$.70
Interior	$.60
Storage	$.60
2nd and 3rd Floor Space	
Water View	$1.80
Partial Water View	$1.55
Embarcadero Orientation	$1.30
Interior	$ .80
Space-Future Shearwall Impact	**$ .70**
Roundhouse Plaza	
Roundhouse One	**$1.20**
Roundhouse Two	**$1.30**
Southern Waterfront	
401 Terry Francois Blvd.	
Water View	$1.10
Street	$.95
501 Army Street	$.70
Pier 70 - Office Building 11	$.40
NET LEASES	
Pier and Bulkhead North of Ferry Building	
Water View Office	$.80
Embarcadero Orientation Office	$.75
Exterior Office	$.70
Interior Office	**$.60**
Enclosed (Walled) Shed Space	$.40
Open Shed Space	**$.30**
Pier and Bulkhead South of Ferry Building	
Improved Bulkhead Office	$.65
Exterior Office	$.50
Interior Office	**$.40**
Enclosed (Walled) Shed Space	**$.35**
Open Shed Space	**$.30**
General Space	
Open Space, Paved/Unpaved-North of China Basin	$.15
Open Space, Paved/Unpaved-South of China Basin	$.10
Apron Space	$.15

* After consideration of tenant improvement allowances, other necessary rent concessions.

ATTACHMENT II

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Amendment to Brokers' Commission Policy

DIRECTOR'S RECOMMENDATION: ADOPT AMENDMENT TO THE BROKERS' COMMISSION POLICY

On September 8, 1993, the Port Commission approved a Policy for Payment of Broker Commissions through Resolution No. 93-151. With the exception of month-to-month tenancies, commissions for leases are based on three percent (3%) of the gross rental payable for the first, second and third years of a lease, plus two percent (2%) of the rental for the fourth and fifth years, plus one percent (1%) of the rental for the next five years, with a minimum commission of $250.00. This schedule reflects commission rates which are one-half of those rates offered by the private sector.

Since inception of the policy, the Port has consummated only four leases involving brokerage participation. Based on recurring dialogue with the brokerage community, it is the belief of staff that the current rate schedule based on one-half commission fails to provide the brokerage community with the motivation to present Port properties to potential tenants. The low level of broker participation over the past two years supports this conclusion. In order to encourage broker participation, the Port must offer incentives which are competitive with the private sector market. Therefore, staff requests Commission approval of an amendment to the Brokers' Commission Policy which would modify the rate schedule as follows:

THIS PRINT COVERS CALENDAR ITEM NO. 9B

RATE SCHEDULE:

6%	of rent collected for years 1-2
5%	of rent collected for year 3
4%	of rent collected for years 4-5
2.5%	of rent collected for years 6-10

All other provisions of the Commission Policy adopted in September 1993 would remain unmodified including, but not limited to, the manner of payment, conditions of payment and limitations on payment of commissions. A copy of the Policy for Payment of Brokers' Commissions is attached for your convenience (Attachment A).

Prepared by: Frederick D. White
Director, Tenant & Maritime Services

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-80

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage and regulate the control of the Port area of San Francisco, which use and management includes the granting of leases and franchises for the use of Port properties, and

WHEREAS, in order that the Port may compete more effectively in the commercial and industrial leasing market, the Port Commission approved a Policy for Payment of Broker's Fees in September of 1993 through Resolution No. 93-151 which provided for payment of commissions to licensed brokers for their services in procurement of tenants for Port properties; and

WHEREAS, in order to further encourage the brokerage community to participate in the Port's leasing activities, Staff recommends that the Commission Rate Schedule be modified to reflect commission rate schedules in use by the private sector; now therefore be it

RESOLVED, that the Port Commission hereby approves the modified Rate Schedule as set forth in Agenda Summary Item No. 9B at its meeting on September 26, 1995.

I HEREBY CERTIFY that the foregoing resolution was approved by the San Francisco Port Commission on September 26, 1995.

____
Commission Secretary

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CITY AND COUNTY OF SAN FRANCISCO

SAN FRANCISCO PORT COMMISSION

POLICY FOR PAYMENT OF BROKERS' COMMISSIONS

RESOLUTION NO. 93.151

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage and regulate and control the Port area of San Francisco, which use, conduct and management includes the granting of leases and franchise for the use of Port properties; and

WHEREAS, In order that the Port may compete more effectively in the commercial leasing market, this Commission desires to pay licensed brokers for their services in procurement of tenants for Port properties;

NOW, THEREFORE BE IT RESOLVED, that this Commission hereby authorizes payment of commissions to licensed real estate brokers for procurement of tenants for Port properties and facilities upon the following terms and conditions:

1. COMMISSIONS - WHEN ENTITLED. When a broker presents a client to the Port, which is to be evidenced by written registration of the client and the broker with the Port on the registration form provided by the Port, and the client leases property in an instance in which the Port does not call for bids or proposals for the lease of said property, a commission computed in accordance with Section 3 below shall be paid to the broker if otherwise entitled thereto pursuant to this resolution. In order for a broker to be entitled to a commission for the lease of Port property, both the broker and the prospective lessee must sign the registration form, the form must indicate on its face that the broker is the prospective lessee's sole and exclusive agent in dealings relating to the subject property.

2. DETERMINATION OF PORT. The determination of when and if property of the Port should be leased, and the terms thereof, are decisions to be made solely and exclusively by the Port and no obligation is imposed upon the Port to pay any commission by reason of the fact that a broker presents to the Port a proposal for the lease of Port property. The Port's decision to enter into a lease may be based on the proposed use, the financial offer, the creditworthiness of the prospective tenant and any other factors deemed relevant in the Port's sole discretion. The obligation to pay a commission arises only when a lease is signed and a deposit, including but limited to first months rent, is paid.

3. CALCULATION OF COMMISSIONS. With the exception of month-to-month tenancies, commissions for the lease or other rental of Port property or facilities shall be based on three per cent (3%) of the Base Rent payable to the Port for the first, second and third years

of the lease or agreement, plus two per cent (2%) of such rental for the fourth and fifth years, plus one per cent (1%) of such rental for the next five years, with a minimum commission of $250.00. No commissions shall be paid for the rental for the balance of the term of any such lease or agreement beyond ten (10) years. Commissions on leases or other rental agreements which provide for a minimum rental payment and a rental payment based on a percentage of receipts or sales shall be computed on the minimum rent only.

In the case of a month-to-month tenancy a commission of fifty percent (50%) of the first month's base rental shall be paid, but only if the tenant rents the property for a minimum of three (3) months.

4. MANNER OF PAYMENT. With the exception of month-to-month tenancies, commissions on leases shall be payable from one half (1/2) the first rents received by the Port under the lease and as such rents are received and not from any other funds of the Port. Payments to a broker or brokers shall be made monthly from rents received by the Port until the amount due is paid. In the case of month-to-month tenancies, payment shall be made from the third month's rent as it is received by the Port. If, prior to full payment of the commission, the tenant fails to pay rents due under the lease, the Port shall have no obligation to pay that portion of the commission which otherwise would have been payable from the unpaid rents until such time, if ever, as such rents are paid by the tenant.

5. LIMITATIONS ON PAYMENT OF COMMISSIONS.

(a) No commission shall be payable for leases awarded pursuant to a Port Commission request for bids or proposals.

(b) No commission shall be payable in any case where a former or current lessee of Port property leases additional Port property, whether or not the lessee used a broker to negotiate the original lease agreement.

(c) No commissions shall be payable for renewals or extensions of leases or other rental agreements.

(d) No commission shall be payable in any case where the broker has a direct or indirect proprietary interest in the tenant, as determined by Port.

(e) If a lease is granted by the Port to a lessee represented by a broker, and the lease grants to the lessee:

(1) An option to expand the premises, the commission shall be calculated only on the rentals for which the tenant has an absolute obligation and shall not include rentals which may become due if the tenant exercises its option; or

(2) An option to extend its term, the commission shall be calculated only on the term prior to the time when such term may be extended; or

(3) A right to cancel or terminate the lease in the lessee's discretion at sometime during its term, the commission shall be calculated

only on the term prior to the time when the lease may be canceled or terminated.

(f) If a party has previously contacted the Port or its staff in regard to the lease of the property in question, the right is reserved and retained by the Port, in the Port's sole discretion, to decline to pay a commission to a broker allegedly representing such party, and the Port shall give notice that no such commission shall be paid to such broker by rejection of the broker/client registration form.

(g) In no event shall the Port be obligated to pay all or part of any commission from any of Port's funds other than the special revenue fund created specifically for the purpose of payment of brokerage commissions.

(6) PORT COMMISSION'S RIGHT TO AMEND. The Port Commission reserves and retains the right to withdraw or amend this policy in the whole or as it applies to an individual case by adoption of a subsequent resolution.

BE IT FURTHER RESOLVED, that this Commission hereby authorizes the City Attorney to draft and submit to the Board of Supervisors for adoption an ordinance creating a special fund which will provide the Port continuing appropriation authority to pay brokerage commissions in accordance with this Resolution.

I HEREBY CERTIFY that the foregoing resolution was approved by the San Francisco Port Commission at its meeting of December 8, 1993.

Elizabeth Day/

Secretary
Port Commission

I:\tenant\agendas\brokers.res\December 2, 1993

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

September 20, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Resolution commemorating the Tenth Anniversary of Yaizu City Fish Center.

DIRECTOR'S RECOMMENDATION: APPROVE RESOLUTION

The Japanese municipality of Yaizu City is celebrating the Tenth Anniversary of their "Fish Center" which is patterned after our own world famous Fisherman's Wharf. The Yaizu City Fish Council is holding their annual "Yaizu City Fisherman's Wharf Fair" this October and have invited representatives from various San Francisco Fisherman's Wharf companies to participate in a San Francisco Fisherman's Wharf Crab Stand that will be the centerpiece of the 1995 Yaizu City Fair.

Next year, over one thousand delegates from Yaizu City including the Mayor, and other civic dignitaries will travel to San Francisco to promote friendship and to discuss developing a "Sister Wharf" relationship.

The attached resolution congratulates the citizens of Yaizu City on the Tenth Anniversary of their Fish Center and welcomes their delegation to San Francisco in 1996.

Prepared by: Carolyn Macmillan
Marketing Manager

THIS PRINT COVERS CALENDAR ITEM NO. 9C

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-82

WHEREAS, the Japanese municipality of Yaizu City is celebrating the Tenth Anniversary of their "Fish Center" which is patterned after our own world famous Fisherman's Wharf; and

WHEREAS, the Yaizu City Fish Council is holding their annual "Yaizu City Fisherman's Wharf Fair" this October and have invited representatives from various San Francisco Wharf establishments such as Tarantino's, Scoma's, A.LaRocca Sea Food and others to travel to Japan to participate in a "San Francisco Fisherman's Wharf Crab Stand" that will be the centerpiece of this year's Yaizu City Fair; and

WHEREAS, in 1996 over one thousand delegates from Yaizu City including the Mayor, several council members and the chairman and executive director of the Yaizu City Fish Center will travel to San Francisco to meet with civic leaders and Fisherman's Wharf business leaders to promote friendship and to discuss developing a "Sister Wharf" relationship, now, therefore, be it

RESOLVED, that the San Francisco Port Commission is keeping with its efforts to promote the San Francisco fishing industry as well as world famous Fisherman's Wharf sends greetings to the citizens of Yaizu City and congratulates them on the Tenth Anniversary of their Yaizu City Fish Center and looks forward to meet their delegation in 1996.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of September 26, 1995.

Secretary

PORT OF SAN FRANCISCO

MEMORANDUM

September 19, 1995

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Writer

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Approval of travel for one Port representative to attend the White House Conference on Travel and Tourism and meetings in Washington, D.C. (October 30- November 1, 1995) in accordance with the Port's Fiscal Year 1995-1996 budget.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

On October 30-November 1, 1995, the U.S. Travel and Tourism Agency, U.S. Department of Commerce will be hosting the first White House Conference on Travel and Tourism in Washington, D.C. Travel industry leaders, appointed as delegates by Congressional Representatives, will be attending the conference to propose ways to enhance tourism in the U.S.

The Port of San Francisco has been working with other ports and tourism leaders to have the need for reforming the Passenger Services Act endorsed by the entire White House Conference. The Passenger Services Act, a Federal law dating back to 1886, restricts the transporting of passengers between American Ports unless the vessel is an American Flag ship. The California Delegation to the White House Conference identified the need to reform the Passenger Services Act as a barrier to developing a new tourism opportunities in our country. Two committees preparing for the White House Conference have adopted a similar position and the need to open up the domestic cruise markets for foreign flag operators is also supported by AAPA.

The attendance of meetings of travel industry leaders and representatives from legislative and administrative offices in Washington, D.C. during the White House Conference on Tourism and Travel will assist our Port's continued efforts to open up new cruise itineraries for the Port of San Francisco. This request is in accordance with the Port Commission's Fiscal Year 1995/96 budget and the total cost of this trip will not exceed $1,700.

Prepared by: Veronica Sanchez, Manager
Governmental Affairs

THIS PRINT COVERS CALENDAR ITEM NO. 9D

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-83

WHEREAS, the Executive Director is requesting authorization for a Port representative to travel to Washington, D.C. to attend meetings during the White House Conference on Travel and Tourism from October 30 - November 1, 1995 for the purpose of seeking support for reforms to existing Federal law related to the opening of domestic cruise markets to foreign flag vessels; and

WHEREAS, the cost of this trip has been included in the Port Commission's Fiscal Year 1995-1996 budget; now, therefore, be it

RESOLVED, that the Port Commission hereby approves this travel request.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of September 26, 1995.

____
Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

September 15, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: **Approval of travel for one Port representative to attend the Fish Expo in Seattle, Washington**

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION

The Port is actively marketing the newly renovated fish handling facilities at Pier 45 to seafood companies. Attendance at this conference will allow the Port to reach decision makers of this industry in a timely and cost effective manner. The Executive Director seeks approval of travel for one Port representative to represent the Port of San Francisco at this seafood industry event.

This request is in accordance with the Port's fiscal year 1995/96 budget.

Prepared by: Carolyn Macmillan
Marketing Manager

THIS PRINT COVERS CALENDAR ITEM NO. 9E

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-84

WHEREAS,	the Executive Director is requesting authorization for one Port representative to travel to Seattle, Washington, for the Fish Expo convention from September 28 through September 30, 1995; and
WHEREAS,	attendance at this convention will allow the Port to reach decision makers of the seafood industry in a timely and cost effective manner; and
WHEREAS,	the cost of this trip has been included in the Port's fiscal year 1995-1996 budget; now, therefore, be it
RESOLVED,	that the Port Commission hereby approves this travel request.

I hereby certify that the foregoing resolution was adopted by the San Francisco Port Commission at its meeting of September 26, 1995.

Secretary

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/26/95

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

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MINUTES OF THE MEETING
SEPTEMBER 26, 1995

1. ROLL CALL

Commission President Preston Cook called the meeting to order at 4:01 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman.

2. APPROVAL OF MINUTES - August 29, 1995 Special Meeting

Commissioner O'Neill requested that the word "quite" be inserted on page 3, paragraph 3, first sentence between "by" and "a." The sentence should read... Commissioner O'Neill reiterated that this proposal was approved by "quite" a few agencies and ...

ACTION Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor. The minutes of the meeting, as amended, were adopted.

3. EXECUTIVE

A. Executive Director's Report

Mr. Bouey asked Carolyn Macmillan, Marketing Manager, to update the Commission with regard to Fleet Week and Festa Italiana. Ms. Macmillan noted that Festa Italiana will start on Friday, September 29 and run through Sunday, October 1 at Pier 45. There will be four stages that will have continuing entertainment including the children's stage. Fleet Week will be on October 6 through 10. For the first time, NAS Alameda will be participating by having a static air display. Ferry service will be provided. Youth Excellence Day, Parade of Ships, Navy Ball and Blue Angels are but a few of the Fleet Week highlights.

Mr. Bouey stated that with regard to the kiosk issue as part of the J.C. Decaux free toilet program, work has started on a number of locations on Port property. It turns out that in our public meetings, all locations were discussed but for the Jones and Jefferson Street location. Staff will meet with residents of the area as well as J.C. Decaux with regard to this location. Other than that, the program is moving forward. Two kiosks have already been installed in front of the Ferry Building.

He updated the Commission regarding the cruise industry. The good news is 1995 was probably one of the best years the Port has enjoyed with regard to cruise business. This season the Port has had over 50 ports calls. Fair Princess and Crystal Symphony have home ported at the Port of San Francisco. The net revenue realized for the Port was $650,000.

The bad news is despite impressive gains, in order to attract new business, we have to be realistic as the industry is moving to cruise vacations of a shorter duration. Because of the Passenger Services Act, passengers are forced to foreign destinations and trips of longer duration. To expand our business, we need to modify the Passenger Services Act of 1886. As the Commission knows from past conversations, there are only two American flag vessels, both located in Hawaii. All cruise lines calling on the west coast are foreign owned.

The Port Commission, last year, supported the Unsoeld bill that would allow foreign flag carriers to enter the U.S. domestic market. Unfortunately, the bill did not pass. With the change in Congress this year, we have an opportunity to look at solutions that will bring more cruise ships to San Francisco. He noted that Veronica Sanchez researched this act and has been working almost full time on this issue and has indeed done a good job. She's not only organized other ports, cruise lines, and tourism groups, but she's also started a coalition across the U.S. to work with us for the changes we desire. The first stage of our attack is the White House Conference on Tourism which will be held in Washington D.C. on October 30 and 31. Ms. Sanchez has succeeded in getting two of the committees to recommend the reform of this Act to the entire convention. She's also worked with members of Congress including Nancy Pelosi and Bill Baker, who with ten other members of the House of Representatives, have sent a letter to the Chairman of the House Transportation in Infrastructure Committee asking for a hearing on this issue. This is a tough challenge because the Act has been protected to a certain extent of its perceived impact on maritime trade unions. The fact is the law only protects those 600 jobs on two ships. If the Port of San Francisco expanded to 150 calls per year, think of all the union jobs that would be created. In looking at whether or not this is a realistic expectation, last year when Mr. Bouey spoke with the Mayor of Seattle, the Mayor mentioned that the year before there were only 11 cruise calls in Seattle; Vancouver, on the other hand, had 225. That shows the chilling effect this law has on the cruise business.

A lot of people think that the Passenger Services Act is a part of the Jones Act when it is not. These are two separate laws. The Jones Act applies to cargo. The Jones Act was passed in 1920. We do not in any way support any change to the Jones Act which conceivably could affect our posture with regard to National Defense. We believe we have a unique opportunity to not only increase the amount of jobs in San Francisco but also revenues for companies in the City as well as the Port of San Francisco.

Commissioner Cook commended Veronica Sanchez for her efforts.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

A. Consent to seaplane use at Pier 39 (Resolution No. 95-59)

Mr. Bouey indicated that this item was discussed at length at the last meeting. The only issue to be resolved was the rent to be paid by Pier 39 for consenting to this use. Subsequent to the last meeting, he and Fritz Arko were able to sit down and have agreed upon a rent of 15% for the first $50,000 in revenues; 17½% for the next $50,000 to $100,000; and 22½% for over $100,000 in revenues. As he mentioned to the Commission, the issue was not how much money we could negotiate but the principle of being able to negotiate separate rates, apart from the existing agreement for new uses. He's quite pleased with the outcome and pleased with how Pier 39 negotiated.

Commissioner Halsted commented that we should move ahead with it and she's pleased that a package was put together and trust that it will work well with the other operations on the bay. Commissioner Cook agreed with Commissioner Halsted's comments. He's glad we're able to negotiate this without going to arbitration and he's certainly happy with the outcome of the negotiation.

ACTION: Commissioner O'Neill moved approval; Commissioner Hardeman seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval of percentage rent adjustment for Franciscan parking lot at Pier 43-½ (Resolution No. 95-75)

Mr. Bouey stated that the Franciscan parking lot located at Pier 43-½ entered into a 66 year term lease with the Port on August 1, 1970. There is a provision to review the percentage rental agreement in 25 years; which is now. Port staff did a review of parking garages and found that the range was 65% to 66-2/3 %. Franciscan is currently at 65%. Franciscan has agreed to 66% as their new rent.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

A. Contract No. 2611, "Ferry Plaza and Piers 27/29, Earthquake Damage Repair," authorization to award contract. (Resolution No. 95-76)

Mr. Bouey stated that the issue of ferry plaza and Piers 27/29 earthquake repairs was before the Commission at its first meeting in June. At that time, the Commission authorized staff to go out for bid. The low bidder is San Luis Gonzaga/Ranger Pipelines/Bay Pacific Pipelines, a Joint Venture. San Luis Ganzaga is a certified MBE and which entitles the joint venture to a 7.5% preference. However, the preference was not necessary as they were also the absolute low bidder. This project will be funded by FEMA.

Commissioner O'Neill stated that this seems to be a very attractive proposal; he inquired whether staff foresee at this time, any change orders or additional request for funds. Mr. Bouey indicated that staff is asking for authorization of $470,000 for Type 1 contract modification. It is the inherent nature of this type of work that there will be a certain amount of surprises. In the past, staff repeatedly returned to the Commission for contract modification. Under a policy adopted by the Commission last year, there are two types of modifications: Type 1 and Type 2. Type 1 can only be made as long as they are within the contingency budget and as long as they are within the scope of work. Once the contingency is either exceeded or the change is outside the original scope of work, staff must return to the Commission for approval. At this point, staff does not anticipate work outside the scope of the contract and we're hoping that there won't be any surprises in excess of the Type 1 modification. Commissioner O'Neill reiterated that what the Commission is voting on is $4,649,000 with a proviso that up to $470,000 would be available for Type 1 modification. Mr. Bouey concurred provided FEMA approves also. Commissioner Lee inquired about the $470,000 - whether it is part of the FEMA funding or does staff have to return and ask for more. Mr. Bouey stated that staff would negotiate with FEMA for funding, but if FEMA wouldn't fund a changeover,

staff has to then make a decision on whether to do that work with funding from a different source; in which case staff would have to return to the Commission if it is in excess of $50,000.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Fisherman's Wharf lighting improvements, authorization to issue a Request for Proposals for a professional services contract for design. (Resolution No. 95-77)

Mr. Bouey stated that the Commission previously approved the Port's capital budget which includes this project. Staff at this point is asking for permission to hire a consultant for a project that will consist of lighting for the ferry arch at Pier 43; lighting from Jones to Hyde Street; and on Embarcadero from Powell to Pier 45. It also provides for lighting for the inner and outer lagoon for the purpose of providing adequate lighting for security and for a romantic ambiance.

Commissioner Halsted inquired how the final design will be reviewed and approved. Mr. Bouey responded that we hope to have the design review person on board by the time this contract is completed. More importantly, staff will show and work with the Fisherman's Wharf community as it considers their concurrence of prime importance. Commissioner Halsted requested that this is critical to tie in with the rest of Embarcadero to have a continuity of ideas.

Commissioner Lee asked about the funding of this contract. Mr. Cruz responded that the total budget is in the neighborhood of $200,000.

ACTION: Commissioner Hardeman moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

7. PLANNING & DEVELOPMENT

A. Approval of transit shelters along the South Embarcadero (Resolution No. 95-78)

Mr. Bouey stated that the resolution before them is to approve the design of transit shelters that will exist along the South Embarcadero. This is where the MMX Street Car Line will provide service. He reminded the audience of the Commission resolution requesting a continuous F-line from Fisherman's Wharf line all the way to China Basin. Mr. Ken Jew was introduced and presented the design. The design was provided by a team led by Sasaki Associates. Landscape Architects, Urban Designers, Artists and Architects were involved. A critical amount of community involvement was involved in the design of the shelters.

Mr. Jew gave a preview of what they are trying to build which is basically five platforms; two along the Embarcadero and the design concept is for the transit shelters and the wind screens. He then turned it over to Mr. Lang from Sasaki Architects. He added that they are only requesting approval for the conceptual design. Mr. Lang stated that we have a project that satisfies Muni's functional considerations and has responded to community input. They worked very hard in looking at how landside uses could be impacted by the location of the shelters. The sketch that was provided to the Commission illustrates one of the goals which is the night time ambiance of the waterfront. They wanted to make sure that the piece of architecture added to the gaiety of the waterfront.

Lighting was taken into consideration to utilize to the maximum benefit the existing lighting. In terms of the elements of the platform, a proposed information kiosk, phone systems and emergency controls are to be situated at either end of the platform. Further on the platform would be the wind screens and the shelters have protection from the top and the side.

The Commission then got up to take a look at the model and asked Mr. Lang questions regarding the proposed shelters.

Mr. Bouey indicated that two meetings ago, he mentioned that staff has met with Muni Railway and had arrived at a concept for an agreement and are now negotiating an MOU with Muni. It provides certain things to the Port with regard to the construction of the F-Line as well as certain limitations on the advertising. As well, staff will negotiate with Gannett Advertising. There will be some advertising in those shelters but it will be pursuant to the MOU and the agreement reached with Muni and Gannett.

Commissioner Hardeman stated that he will recuse himself from voting on this item once the Gannett deal is negotiated because he represents the employees of Gannett.

Commissioner O'Neill wondered if the curved panes will be opaque or clear. Mr. Lang responded that the curved panes will be clear.

ACTION: Commissioner Halsted moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

Mr. John Bissell stated that one of the situations that may be developing is that no shelters will be placed near Delancey Street. In the process of this planning, it became evident that the desires of the commercial property as opposed to the needs of the residential may conflict. Delancey Street developed a compromise where there will not be a shelter in front of their restaurant. The concept of not having a shelter at that stop is something that concerns the residents of the area.

Mr. Jew clarified that there were basically two choices. If Muni decide to build a transit shelter it would be at the south end or if Muni could stop at the north end, there would not be any shelters. Muni has reviewed the choices and has taken the position to not build any shelters at the Delancey Street stop. The reason being consistency where the train will stop and also that's a busy intersection. Today, only the approval of the design concept is being sought. As far as location is concerned, this issue will be presented to PTC.

Mr. Michael Kaplan, with S.F. Redevelopment Agency and project manager for the Rincon Pt. South Beach Project and Secretary to the Rincon Pt. South Beach Citizen Advisory Committee stated that this matter was brought to the Rincon Pt. South Beach several months ago and they heard the arguments presented by the PTC. They discussed the issues of the Brannan Street station. In the Rincon Pt. South Beach project, there currently are 1300 housing units built that actually have access at that location and another 1200 housing units proposed. The CAC concluded that having a shelter at that station is critical and desirable as it will enhance patronage of the line and encourage people to use the line. The CAC made a recommendation which they felt was a compromise between Delancey Street's position of not having a shelter near their restaurant and asked that the station have an accommodation for trains at the north end but also to have a shelter towards the middle. Subsequent to that, the property owners of the four projects (Bayside Village, South Beach Marina, Reliance project and Oriental

Warehouse Project and Proposed Gallo Salami Housing site and Delancey Street) got together and worked out the compromise that John Bissell has mentioned. That's the position that is on the table now and hope that it will be respected by the Commission.

Mr. Bouey asked that the Commission strike the two phrases in the resolution that refer to location and have the Commission adopt a resolution approving the design of the shelters only with the issue of locations to be decided at a later date.

Legal Counsel Julie Van Nostern clarified that Muni cannot place anything on Port property without the Commission's final approval.

Commissioner Cook stated that the Commission is not aware of the controversy concerning locations of the stop. This issue should be worked out prior to bringing it to the Commission. He asked to rescind the resolution that was just adopted and to remove from the resolution the location components.

ACTION: Commissioner Halsted moved approval to rescind the last motion; Commissioner O'Neill seconded the motion. All Commissioners were in favor.

For clarification, on the first "RESOLVED" of the resolution, the following phrase should be deleted "at the Folsom Street stop" and the second "RESOLVED" is entirely eliminated.

ACTION: Commissioner O'Neill moved approval to amend the resolution - to approve the design concept only. Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution, as amended, was adopted.

Commissioner O'Neill asked Mr. Jew to take back Mr. Bouey's thoughts on having a continuous F-Line from Fisherman's Wharf to the south end of the Embarcadero without interruption. Mr. Jew said he would carry the message back. Commissioner O'Neill asked to be advised of the South Beach Citizens Advisory Committee comments and would like to be kept informed of the results.

Mr. Bissell thanked the Commission for their sensitivity to this issue. They are also pleased to be working with the Commission on the dedication of the South Beach Park for Redevelopment Agency and the Art Commission. He extended an invitation to the Commission for the South Beach Park dedication which will take place on November 4 from 8:00 a.m. to 4:00 p.m. The actual dedication will take place at 11:00 a.m.

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Adoption of 1995/96 Rental Rate Schedule. (Resolution No. 95-79)

B. Amendment to Brokers' Commission Policy (Resolution No. 95-80)
C. Resolution commemorating the Tenth Anniversary of Yaizu City Fish Center (Resolution No. 95-82)

D. Approval of travel for one Port representative to attend meetings with industry representatives and legislative officials in Washington, D.C. during the White House

Conference on Tourism (October 30-31) related to proposed reforms to the Passenger Services Act, in accordance with the Port's fiscal year 1995-1996 budget. (Resolution No. 95-83)

E. Approval of travel for one Port representative to attend the annual Fish Exposition trade show in Seattle, Washington, on September 28-29, in accordance with the Port's fiscal year 1995-1996 budget. (Resolution No. 95-84)

ACTION: Commissioner Lee moved approval; Commissioner O'Neill seconded the motion. All Commissioners were in favor; items on the consent calendar were adopted.

Commissioner Cook commented that he's delighted that staff is looking at the sensitivities of the real estate community and the Port's need for more tenants. He indicated that after the reorganization of the leasing program in 1994, the Port had 177 leases; this year, probably 150 leases. He added that the leasing program in addition to the brokerage program is well worthwhile.

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

At 4:55 p.m., the Commission Secretary announced that the Commission will withdraw to executive session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING CLAIM AND ANTICIPATED LITIGATION MATTERS

Initiation of litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (1 case).

Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin.

Code Sec. 67.14)

At 6:00 p.m., Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from Executive Session and convened in public session.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed at the executive session. Commissioner Hardeman seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 6:02 p.m.

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SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, OCTOBER 10, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

DOCUMENTS DEPT.
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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - September 26, 1995

3. **EXECUTIVE**

   A. Executive Director's Report

   B. Endorsing Bid to Berth the USS Missouri as a Memorial Museum at the Port of San Francisco (Resolution No. 95-81)

4. **SPECIAL ITEM / PUBLIC HEARING**

   A. Recommendation of Preferred Roadway Alternative for the Mid-Embarcadero Roadway in the Ferry Building Area. (Resolution No. 95-85)

5. **TENANT & MARITIME SERVICES**

6. **FACILITIES & OPERATIONS**

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. **CONSENT CALENDAR**

   A. Approval of 5-year lease with Quayle & Company at Pier 46B. (Resolution No. 95-86)

   B. Revision to Fourth Amendment to Option to Lease Property with the San Francisco Redevelopment Agency of the City and County of San Francisco. (Resolution No. 95-87)

10. **NEW BUSINESS / PUBLIC COMMENT**

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C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment.

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

October 4, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Endorsing bid to berth the USS Missouri as a Memorial Museum at the Port of San Francisco

DIRECTOR'S RECOMMENDATION: ADOPT ATTACHED RESOLUTION

The United States Navy has announced the availability of the Iowa class battleships to non-profit organizations for memorial museum purposes. Local citizens have established the USS Missouri Allied Forces Memorial Corporation to bid for the rights to display this historic ship in San Francisco.

The Navy expects to receive bids from non-profit organization in San Francisco, Honolulu and Bremerton by November 1. A decision is expected by early next year, with the ship relocated by mid-summer 1996.

The Port of San Francisco's draft waterfront land use plan encourages historic ship berthing as a use which attracts residents and visitors to the waterfront. Port staff has met with representatives of the organization to review the suitability and cost

THIS PRINT COVERS CALENDAR ITEM NO. 3B

for use of the east face of Piers 30-32 as well as a portion of the deck. Staff believes that Piers 30-32 is a suitable location for such a museum ship and is prepared to negotiate a lease with the USS Missouri Allied Forces Memorial Corporation under which the Corporation undertakes all necessary pier improvements, with the understanding that the Port would retain the right to relocate the ship to another pier should the Commission decide to put Piers 30-32 to another use.

The USS Missouri Allied Forces Memorial Corporation seeks your endorsement of their efforts and has requested that the Port Commission urge the Federal Government to berth the USS Missouri as a memorial museum at the Port of San Francisco.

Prepared by: Jim Lazarus
Director, Special Projects

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-

Endorsing Bid to Berth the USS Missouri as a Memorial Museum at the Port of San Francisco

WHEREAS, the end of the Cold War has resulted in a reduction in the size of America's military forces, and

WHEREAS, the United States Navy has announced the availability of the Iowa class battleships to non-profit organizations for memorial museum purposes; and

WHEREAS, the San Francisco Bay Area has had a special relationship with the USS Missouri, as the site of her 1986 recommissioning, proposed homeport and home of Admiral Chester Nimitz, who, upon her decks accepted Japan's surrender in 1945; and

WHEREAS, President Harry S. Truman, who selected the USS Missouri as the ship on board which the Japanese surrender would take place, wrote Supervisor William Blake in 1964 endorsing San Francisco as an appropriate site for berthing the USS Missouri as a memorial museum; and

WHEREAS, local citizens have established The USS Missouri Allied Forces Memorial Corporation to bid for the rights to display this historic ship in San Francisco; and

WHEREAS, San Francisco, center of the nine county, 6 million population Bay Area and host each year to 13 million visitors from around the world, can provide the greatest possible exposure to the USS Missouri and her important contributions to world peace; and

WHEREAS, the Port of San Francisco's draft waterfront land use plan encourages historic ship berthing as a use which attracts residents and visitors to the waterfront; and

WHEREAS, the Port of San Francisco is willing to lease suitable pier facilities for the berthing of the USS Missouri; now, therefore, be it

RESOLVED, that the Port Commission of San Francisco endorses the efforts of The USS Missouri Allied Forces Memorial Corporation and be it further

RESOLVED, that the Port Commission of San Francisco urges the Federal Government to berth the USS Missouri as a memorial museum at the Port of San Francisco.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of October 10, 1995.

____
Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

October 3, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: **Recommendation of Preferred Roadway Alternative for the Mid-Embarcadero Roadway in the Ferry Building Area.** A representative from the office of the Chief Administrative Officer will make a presentation of the Mid-Embarcadero Roadway project to be followed by a public hearing on the matter.

DIRECTOR'S RECOMMENDATION: ADOPT THE ATTACHED RESOLUTION.

Summary. The Mid-Embarcadero Roadway project covers the area from Folsom Street to Broadway Street and is the central link necessary to complete the Embarcadero Roadway, which extends from Fisherman's Wharf to Sixth and King Streets. It is part of a larger project known as the 'Mid-Embarcadero/Terminal Separator Structure Replacement Project'. These projects are part of the Waterfront Transportation projects managed by the office of the CAO. The public review period for the Draft Environmental Impact Statement/Environmental Impact Report (EIS/EIR) extends from August 25 to October 16. During the public review period, the CAO's office is giving a number of informational presentations before citizens groups and City commissions. In addition to the presentation to the Port Commission, the CAO's office seeks a recommendation from the Port Commission for a preferred alternative for the Mid-Embarcadero Roadway. The CAO's office anticipates a hearing before the Board of Supervisors on October 23, for final selection of a preferred roadway alternative and the Terminal Separator Replacement. The attached resolution recommends that the Board of Supervisors select the "paired" roadway alternative as the preferred alternative for the Mid-Embarcadero Roadway.

THIS PRINT COVERS CALENDAR ITEM NO. **4A**

Roadway Alternatives. As indicated on the attached drawings, two options are proposed for the Mid-Embarcadero Roadway in front of the Ferry Building: 1) a "paired" roadway alternative where both the north and south bound lanes curve away from the Ferry Building creating a 108 foot depth plaza immediately in front of the Ferry Building; and 2) a "split" roadway alternative where the north bound lanes run 45 feet in front and parallel to the Ferry Building, and the south bound lanes curve out to create a open space between the north and south bound lanes. Both options include the F-line street-car tracks that run to Fisherman's Wharf to the north, and cross to the west of the Embarcadero at the south end of the Ferry Building before extending up Market Street.

The "paired" roadway alternative has the advantage of creating a large public gathering space immediately in front of the entrance to the Ferry Building. The north and south wings of the building also have sidewalk space ranging from 60 to 110 feet in width, that provides the potential for cafe seating, retail activities, or informal gathering, as well as continuing the Embarcadero Promenade. The primary concern expressed about the "paired" alternative is the difficulty of crossing the Embarcadero Roadway and F-line tracks. The combined distance of crossing both the north and south bound lanes and the central F-Line is 128 feet. In response to concerns expressed by Port staff regarding the difficulty of crossing the Embarcadero Roadway at the main entrance to the Ferry Building, the Department of Parking and Traffic adjusted the proposed traffic signal phasing to allow most people to cross in one signal phase. Previously, pedestrians who wished to arrive at the Ferry Building were to cross one direction of traffic, wait in the median adjacent to the F-line tracks, then cross the second direction on the next signal phase. This signal phasing is memorialized in a memo to the CAO's office from the Department of Parking and Traffic dated August 7, 1995.

The "split" roadway alternative provides a more pleasant experience for crossing the Embarcadero Roadway with ease. The three north and three south bound traffic lanes each total 37 feet in width. When crossed individually, and combined with a walk through a central open space, they present less of a perceived barrier to pedestrians than the "paired" roadway which presents a 128 foot wide crossing including the F-Line. The size of the central open space would be comparable to what presently exists, although, the F-Line would occupy about one-third of the width. In the split roadway scheme, the center island area would likely be a decorative forecourt to the Ferry Building, reflecting in size, the scale and importance of the building, but would not be large enough for significant commercial or festive activities. The split roadway would provide a 45 foot width sidewalk in front of the center of the Ferry Building and 60 feet in front of the north and south wings which could accommodate cafe seating as well as the Embarcadero promenade.

The "paired" roadway alternative was selected as the preferred alternative by the Mid-Embarcadero Open Space Advisory Committee in June, 1994, was endorsed on September 26, by the City's Policy Steering Committee, and is supported by most of the City Departments. As part of the feasibility study for the renovation of the Ferry Building,

several Bay Area retail experts were consulted. They strongly endorsed the "paired" alternative because of the greater opportunity to enliven the ground floor of the Ferry Building and to strengthen the connection to the waterfront through the Ferry Building.

Parking. The Mid-Embarcadero Roadway project displaces approximately 370 parking spaces under Port jurisdiction in the Mid-Embarcadero area. Prior to the current construction activity for the MUNI Metro Extension, these parking spaces were generating approximately $680,000 annually to the Port. Removal of this parking also limits the renovation potential of the Ferry Building. Studies for renovation of the Ferry Building anticipate that the uses in the Ferry Building require approximately 375 parking spaces, in addition to the extensive transit services in the area. As required by federal right-of-way rules, the Mid-Embarcadero Roadway project would compensate the Port for revenue loss due to parking displacement either through construction of an underground parking structure at Block 202 and adjacent portions of Washington Street, or by direct monetary compensation equivalent to the fair market value of the existing parking area.

Terminal Separator Replacement. The Terminal Separator Replacement project includes five alternatives and three sub-alternatives for replacement of ramps in the central freeway corridor. Ramp improvements are generally bounded by Second Street, Fourth Street, Harrison Street and Bryant Street, and include a realigned off-ramp at Fremont and Folsom Streets. All the alternatives that qualify for Emergency Relief funding have similar travel times and levels of service at Embarcadero intersections. The alternatives differ in how and where freeway ramps are to be located, and traffic impacts in the South of Market area.

Next Steps. On October 23, the Board of Supervisors is scheduled to select a preferred alternative for the Mid-Embarcadero Roadway/Terminal Separator Structure Replacement project. The CAO's office will then proceed with preparing the Final EIS/EIR, anticipating certification by the Planning Commission in early spring of 1996. Following the Final EIS/EIR, the CAO's office will return to the Port Commission for Final recommendation of a roadway alternative. Construction of the Mid-Embarcadero Roadway is scheduled for the beginning of 1997.

Prepared by: Sharon Lee Polledri
Director, Planning & Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-85

WHEREAS, The Mid-Embarcadero Roadway serves as the primary access to Port facilities and the adjoining neighborhoods along the northern waterfront;

WHEREAS, The Mid-Embarcadero Roadway is the final link in completing the improvements to the Embarcadero Roadway that provide a comprehensive transportation system for autos, trucks, street-cars, pedestrians, and bicycles;

WHEREAS, The Port Commission has approved other sections of the Embarcadero Roadway anticipating the completion of the Mid-Embarcadero Roadway;

WHEREAS, The "paired" design alternative for the Mid-Embarcadero Roadway provides greater potential to enliven the ground floor of the Ferry Building and to strengthen the connection from the City to the Waterfront; and

WHEREAS, The "paired" design alternative for the Mid-Embarcadero Roadway is supported by the Mid-Embarcadero Open Space Advisory Committee and the City's Policy Steering Committee for the project; therefore be it

RESOLVED, That the Port Commission recommends that the Board of Supervisors select as the preferred alternative, the "paired" alternative for the Mid-Embarcadero Roadway in front of the Ferry Building, as developed by the Chief Administrator's Waterfront Transportation Projects Office, for incorporation into the Final EIS/EIR for the project.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of October 10, 1995

____
Secretary

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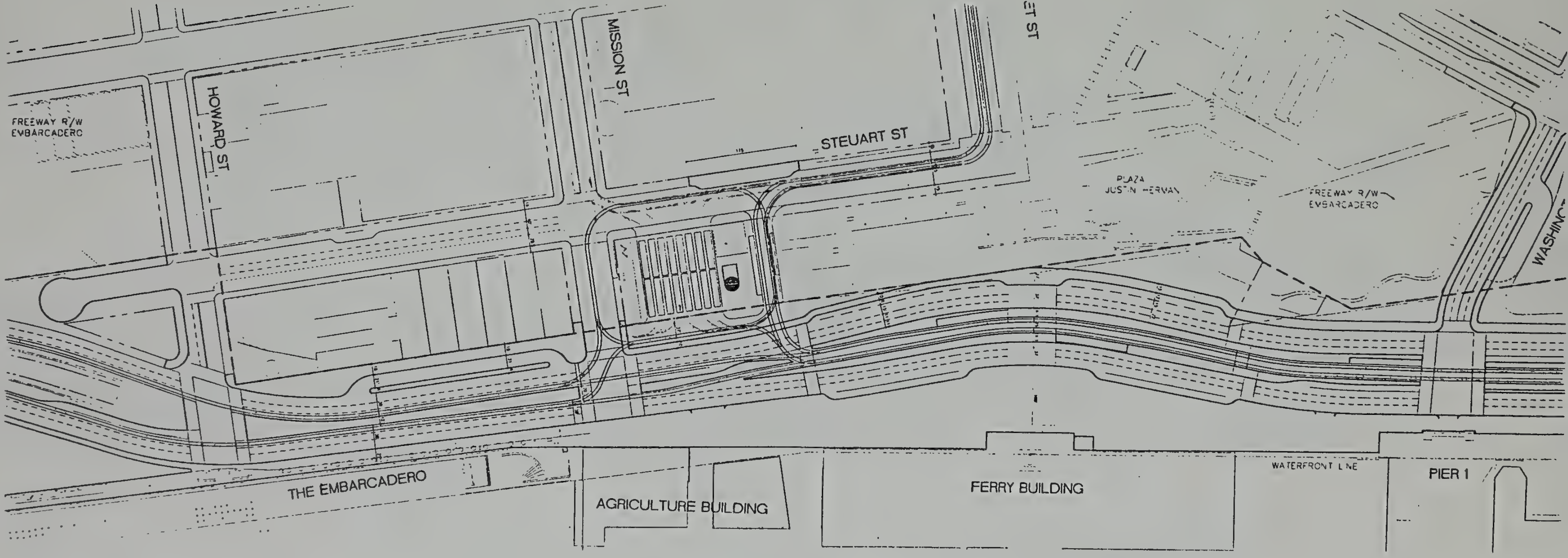
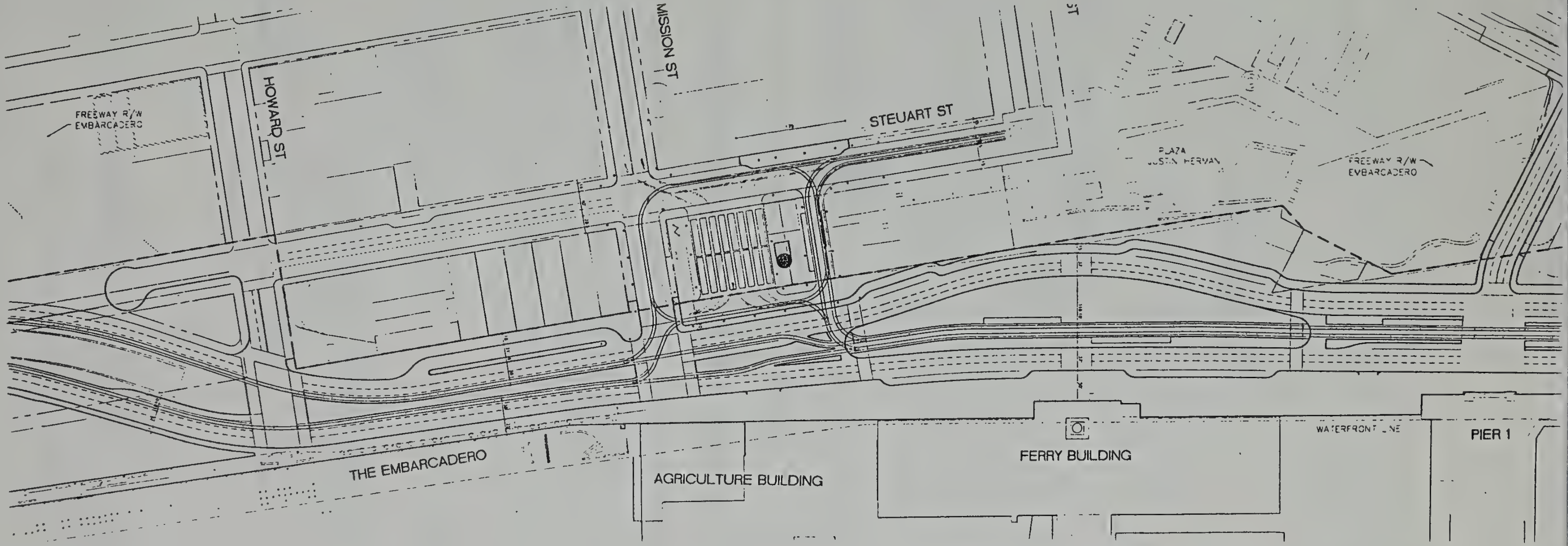

FREEWAY R/W EMBARCADERO
HOWARD ST
MISSION ST
STEUART ST
ET ST
PLAZA JUSTIN HERMAN
FREEWAY R/W EMBARCADERO
WASHING
THE EMBARCADERO
AGRICULTURE BUILDING
FERRY BUILDING
WATERFRONT LINE
PIER 1

Paired Roadway Alternative


FREEWAY R/W
EMBARCADERO
HOWARD ST
MISSION ST
STEUART ST
ST
PLAZA
JUSTIN HERMAN
FREEWAY R/W
EMBARCADERO
PIER 1
WATERFRONT LINE
FERRY BUILDING
AGRICULTURE BUILDING
THE EMBARCADERO

Split Roadway Alternative

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

October 4, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Five Year Lease with Quayle & Company at Pier 46B.

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH QUAYLE & COMPANY

Quayle & Company desires to lease Walled Shed Space at Pier 46B for manufacturing of boat covers and awnings. Commission approval is required because the rental rate of S.25 per square foot is below the standard leasing parameters of $ .35 per square foot for Walled Shed Space because of the poor condition of the Pier 46B roof which cannot be repaired at this time. The Port plans to replace the roof in Spring of 1996 at which time the rate per square foot for this space will increase to $ .35 per square foot or $2,215.00 per month.

The Port and prospective tenant have negotiated a lease (L-12139) incorporating the Port's standard language with terms as follows:

Premises:	6,327 square feet of Walled Shed Space at Pier 46B
Term:	Five (5) years commencing November 1, 1995
Rent Before Roof Replacement:	$1,582.00 per month ($ .25 per square foot)
Rent After Roof Replacement:	$2,215.00 per month ($ .35 per square foot)
Rent Adjustments:	Annual CPI's

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

THIS PRINT COVERS CALENDAR ITEM NO. **9A**

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-86

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it

RESOLVED, that the Port Commission hereby approves that certain Lease L-12139 between the Port and Quayle & Company, the terms of which are set forth in the Memorandum of Agenda Item No. 9A for the Port Commission Meeting on October 10, 1995, and hereby authorizes the Executive Director of the Port, or his designated Director of Tenant and Maritime Services, to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of October 10, 1995.

____
Secretary

G:\wp51\agendas\quayle.mem\DA\cp\October 2, 1995

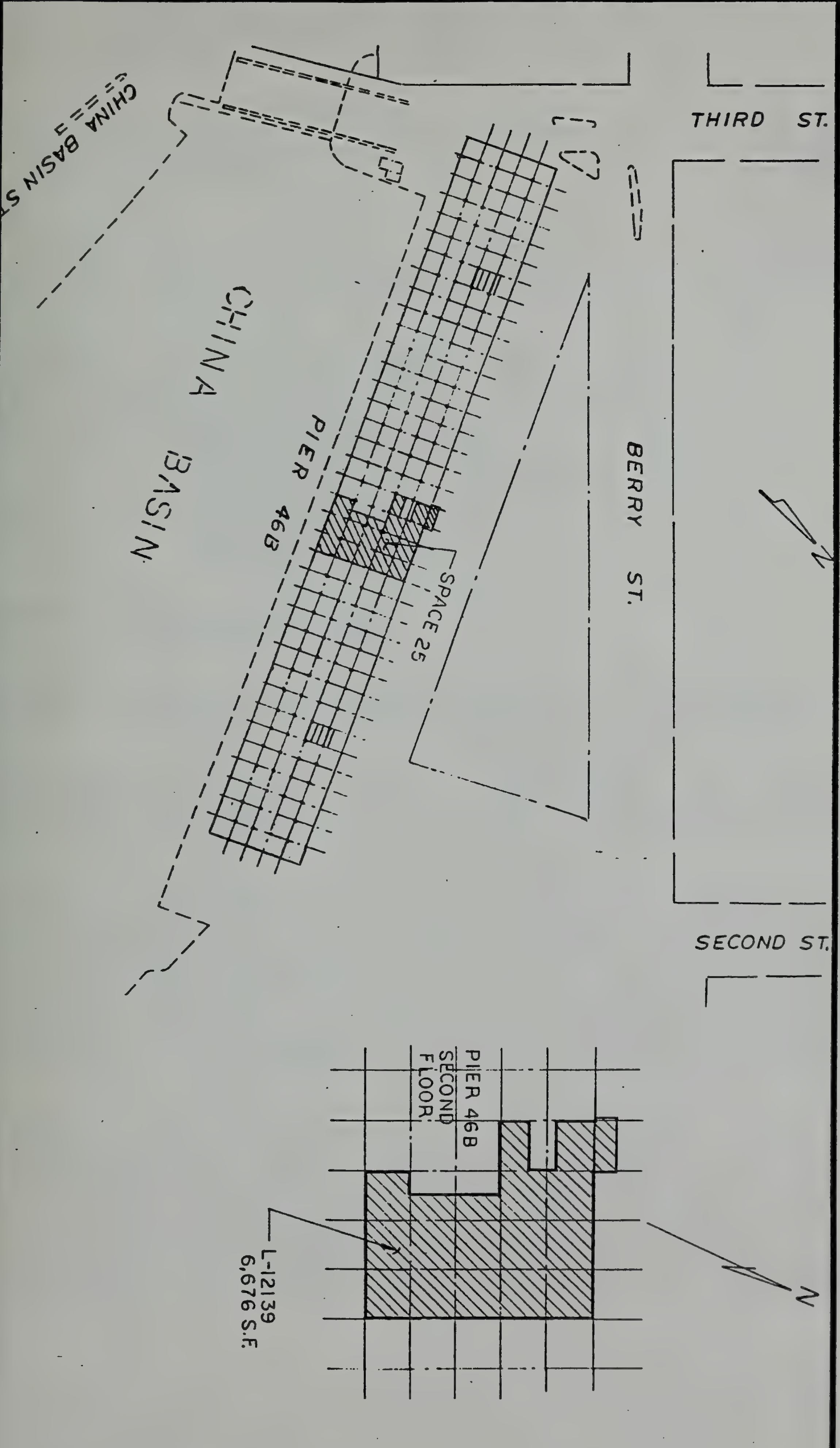

THIRD ST.
CHINA BASIN ST.
BERRY ST.
CHINA BASIN
PIER 46B
SPACE 25
SECOND ST.
PIER 46B SECOND FLOOR
L-12139
6,676 S.F.
N
N

EXHIBIT A

APPROVED BY
SAN FRANCISCO PORT COMMISSION
DATE

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

QUAYLE & COMPANY

DESIGNED BY:	CHECKED BY:
DRAWN BY: R.C.	DATE: JULY 10, 1995
CONTRACT NO.	SCALE:
DRAWING NO.	SHEET NO.

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

October 4, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Revision to Fourth Amendment to Option to Lease Property with the Redevelopment Agency of the City and County of San Francisco

DIRECTOR'S RECOMMENDATION: APPROVE REVISION TO THE FOURTH AMENDMENT TO OPTION TO LEASE PROPERTY WITH THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO

At the Port Commission meeting of August 29, 1995, Staff requested Commission approval of the Fourth Amendment to the Option to Lease Property (O-10898) dated September 26, 1984 with the San Francisco Redevelopment Agency (the "Agency"). A copy of the August 29th Agenda Summary is attached for reference (Attachment A). The Commission granted approval through Resolution No. 95-69 which extended the Term of the Option through July 31, 1996 as to Parcels M-1 and M-2 only. The Amendment also authorized the Port's Executive Director to grant an additional one-year extension after July 31, 1996 if such an extension is warranted.

Subsequent to Commission approval, the Agency identified two small portions that had been excepted from Parcel N-2 (the Harbor), which take-down had been deferred until such time as the Agency determined exercise of these subparcels was necessary. The subparcels are better known as the Sailing Ship Dolphin Rempp and the Java House sites. The deferred take-down allowed the two tenancies to avoid premature relocation by the Agency and a continuance of the rental stream to the Port in the interim. The subparcels are more particularly shown in Attachment B attached hereto.

THIS PRINT COVERS CALENDAR ITEM NO. 9B

In addition to Parcels M-1 and M-2, the Agency desires to retain the right to lease these remaining subparcels and has requested that they be added to the Fourth Amendment as it relates to extension of the termination date of the Option to Lease Property under all the terms and conditions of the Amendment approved on August 29, 1995.

The Option was scheduled to expire on September 26, 1995. By approval of this revision to the Fourth Amendment, the Commission re-affirms all terms and conditions of the Option to Lease Property, a copy of which is on file with the Secretary of the Port Commission, as it relates to the revised Fourth Amendment to Option to Lease Property (Attachment C).

Prepared by: Frederick D. White, Director Tenant & Maritime Services

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-87

WHEREAS,	Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and
WHEREAS,	under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and
WHEREAS,	on August 29, 1995 the Port Commission approved, through Resolution No. 95-69 the Fourth Amendment to the Option to Lease Property, Option O-10898 between the Port and the Redevelopment Agency of the City and County of San Francisco (the "Agency"); and
WHEREAS,	the Fourth Amendment extended the Term of the Option through July 31, 1996 with respect to Parcels M-1 and M-2 only; and
WHEREAS,	the Agency has requested that the Fourth Amendment be revised as specified in Agenda Summary Item No. 9B at the meeting on October 10, 1995; now therefore be it
RESOLVED	that the Port Commission hereby reaffirms all of the applicable terms and conditions of the Option to Lease Property, O-10898, a copy of which is on file with the Secretary of the Port Commission, as it relates to the parcels subject to the revised Fourth Amendment to Option to Lease; and further be it
RESOLVED	that the Port Commission approves the revision to the Fourth Amendment to the Option to Lease, O-10898, between Agency and the Port under the terms and conditions set forth in the Agenda Summary Item No. 9B at its meeting on October 10, 1995 and hereby authorizes the Executive Director to forward the revised Fourth Amendment to the San Francisco Board of Supervisors for approval pursuant to the City Charter Section 7.402-1.

I HEREBY CERTIFY that the foregoing resolution was approved by the San Francisco Port Commission on October 10, 1995.

Commission Secretary

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

August 22, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Fourth Amendment to Option to Lease Property with the Redevelopment Agency of the City and County of San Francisco, Extending the Term of Option to Lease Parcels M-1 and M-2, located at Seawall Lots 336 and 335 Through July 31, 1996

DIRECTOR'S RECOMMENDATION: APPROVE FOURTH AMENDMENT TO OPTION TO LEASE PROPERTY

I. BACKGROUND

The Port Commission ("Port") leases ten parcels of real property to the San Francisco Redevelopment Agency ("Agency") pursuant to an Option to Lease Real Property, numbered O-10898, dated September 26, 1984. The parcels, located in the South Beach area along the Embarcadero, are more particularly shown in Exhibit A attached hereto.

The Agency has exercised the Option to Lease on a number of occasions with respect to individual parcels, and to date has leased all of the parcels subject to the Option except for Parcels M-1 and M-2 located at Seawall Lots 336 and 335 respectively. Parcels M-1 and M-2 are subject to the South Beach/Rincon Redevelopment Plan, which designates parcels M-1 and M-2 as a part of a major park. The Agency would like to lease Parcels M-1 and M-2 in order to complete the second phase of a major park presently being constructed on the adjacent Parcels M-3 and M-4.

THIS PRINT COVERS CALENDAR ITEM NO. 5B

ATTACHMENT A

Under the Option, the Agency cannot enter into the leases for Parcels M-1 and M-2 unless it can make a statement that (1) the parcels are no longer under consideration as the site of a downtown sports stadium; and (2) that the Agency and the Port have reached agreement on a mutually satisfactory solution regarding the relocation of the Port's maintenance department operation from Pier 46B and from the corporation yard adjacent thereto; and regarding access to the second story of the building on Pier 46B and the building on Sea Wall Lot 336. The Agency is unable to make those statements at this time because those matters are still unresolved.

The Option is scheduled to expire on September 26, 1995. The Agency would like an extension of the Option as to Parcels M-1 and M-2 only. Such extension would allow the Agency to retain the right to lease parcels M-1 and M-2 while those matters are resolved. The proposed Amendment extends the termination date of the Option Agreement through July 31, 1996 as to Parcels M-1 and M-2. A copy of the proposed Amendment is attached hereto. The proposed resolution attached hereto also authorizes the Port Executive Director to provide an additional Option extension after July 31, 1996 of up to one year if he determines such extension to be warranted.

Because this Amendment affects an agreement having a term of over ten years, and revenues of over One Million Dollars, Charter Section 7.402-1 requires that the Board of Supervisors approve this Amendment by ordinance.

Prepared by: Neil H. Sekhri, Assistant Port General Counsel

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-69

WHEREAS, Charter Section 3.581 empowers the Port Commission with power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, The Port Commission and the Redevelopment Agency are parties to the Option to Lease Real Property, numbered O-10898 (the "Option"); and

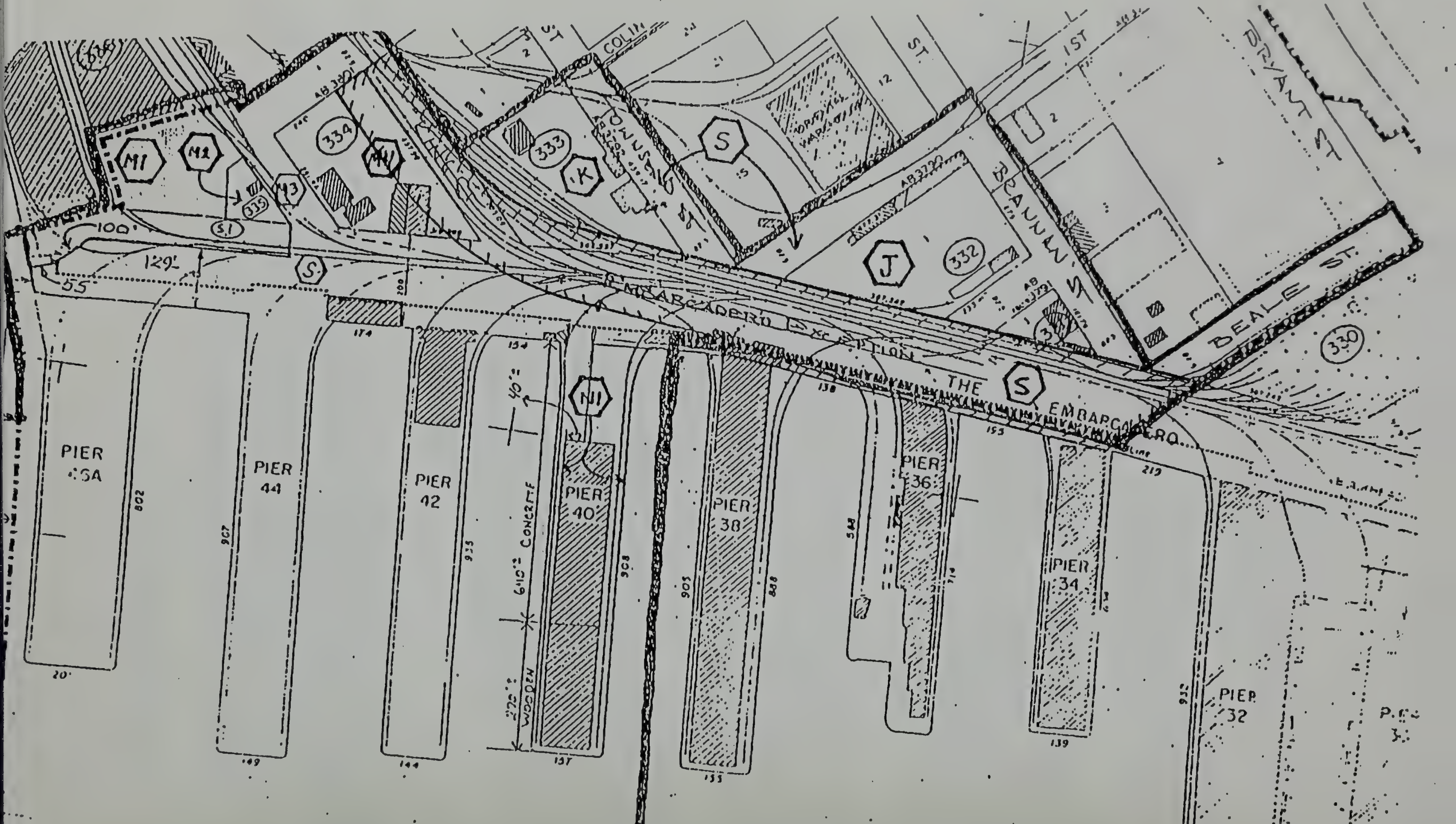
WHEREAS, Port Commission approval is being sought for the Fourth Amendment to Option to Lease Real Property, a copy of which is on file with the Secretary of the Port Commission, which would extend the term of the Option through July 31, 1996, with respect to Parcels M-1 and M-2 only; now, therefore, be it

RESOLVED, That the Executive Director is directed to forward said Fourth Amendment to Option to Lease Real Property to the San Francisco Board of Supervisors for its approval by ordinance pursuant to City Charter Section 7.402-1, and upon approval thereby, to execute the Fourth Amendment; and be it further

RESOLVED, that the Executive Director is hereby authorized to grant additional extensions to the term of the Option after July 31, 1996 of up to one year with respect to Parcels M-1 and M-2 if he determines such extension to be warranted.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of August 29, 1995.

Secretary


PIER 45A
PIER 44
PIER 42
PIER 40
PIER 38
PIER 36
PIER 34
PIER 32
M1
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M3
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330
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100'
129'
55
40'±
270'±
WOODEN
610'±
CONCRETE
802
907
935
908
905
888
714
932
20'
149
144
137
135
139
174
200
154
130
155
219
AB 3720
THE EMBARCADERO
BRANNAN ST
TOWNSEND ST
BEALE ST
BRYANT ST
COLIN
1ST
ST.

EXHIBIT "A" SITE PLAN OF OPTIONED PROPE

RINCON POINT - SOUTH BEACH REDEVELOPMENT PROJECT
SAN FRANCISCO REDEVELOPMENT AGENCY

REVISED JUNE 20, 1984
REVISED JUNE 12, 1991

FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY

THIS FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY ("Amendment"), dated for reference purposes only as of August 29, 1995, by and between **THE CITY AND COUNTY OF SAN FRANCISCO**, a municipal corporation, acting by and through the **SAN FRANCISCO PORT COMMISSION** ("Port"), and **THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO**, a public body corporate and politic ("Agency"), is made with reference to the following facts:

RECITALS

A. Port and Agency entered into that certain Option to Lease Real Property on September 26, 1984, as amended by that First Amendment to Option, dated July 30, 1991, Second Amendment to Option to Lease, dated as of February 1, 1995, and Third Amendment to Option to Lease, dated as of July 11, 1995. The Option allows the Agency until September, 1995 to enter into leases of all or parts of ten defined parcels around South Beach Harbor in the Rincon Point South Beach Redevelopment Area.

B. The Agency has exercised the Option and entered into leases of all the parcels subject to the Option except for Parcels M-1 and M-2 (Seawall lots 336 and 335). Section (1) of the Option states that the Option shall expire and all rights and privileges thereunder shall terminate at 5 p.m. Pacific time, on September 26, 1995 with respect to any of the real property or any portion or portions thereof for which it has not been exercised.

C. Section (3)(b) of the Option provides that each exercise of Option shall contain statements that the subject option parcel or parcels are no longer under consideration as the site of a downtown sports stadium, and that the Agency and the Port have reached agreement on a mutually satisfactory solution regarding (1) the relocation of the Port's maintenance department operation from Pier 46B and from the corporation yard adjacent thereto, and (2) access to the second story of the building on Pier 46B and the building on Seawall Lot 336.

D. The matters described in Recital C above regarding the ballpark and relocation from 46B have not been resolved with regard to Parcels M-1 and M-2, and will likely not be resolved prior to the Option termination date on September 26, 1995.

E. The parties desire to extend the Option termination date with regard to Parcels M-1 and M-2 through July 31, 1996.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Port and Agency hereby agree to amend the Option as follows:

AGREEMENT

1. Recitals. The foregoing recitals are true and correct and are incorporated herein by this reference.

2. Amendment of Option.

Section (1). Section (1) of the Option, regarding, entitled "Term of Option" is hereby amended to include the following sentence:

> Notwithstanding the foregoing, with respect to Parcels M-1 and M-2 only, as shown on Exhibit A attached hereto, this Option shall expire and all rights and privileges hereunder shall terminate at 5 p.m. Pacific time, on July 31, 1996, unless further extended in writing signed by both Port and Agency.

3. Remaining Terms. Except as expressly provided herein, all of the terms and conditions of the Option, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Lease as of the date first set forth above.

PORT	AGENCY
CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation, operating by and through the SAN FRANCISCO PORT COMMISSION	REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO
By:________________________ **DENNIS P. BOUEY** Executive Director	By:____________________ Its:______________

APPROVED AS TO FORM:

LOUISE H. RENNE
City Attorney

By:________________________
NEIL H. SEKHRI
Deputy City Attorney

Port Commission Resolution
No.____________________

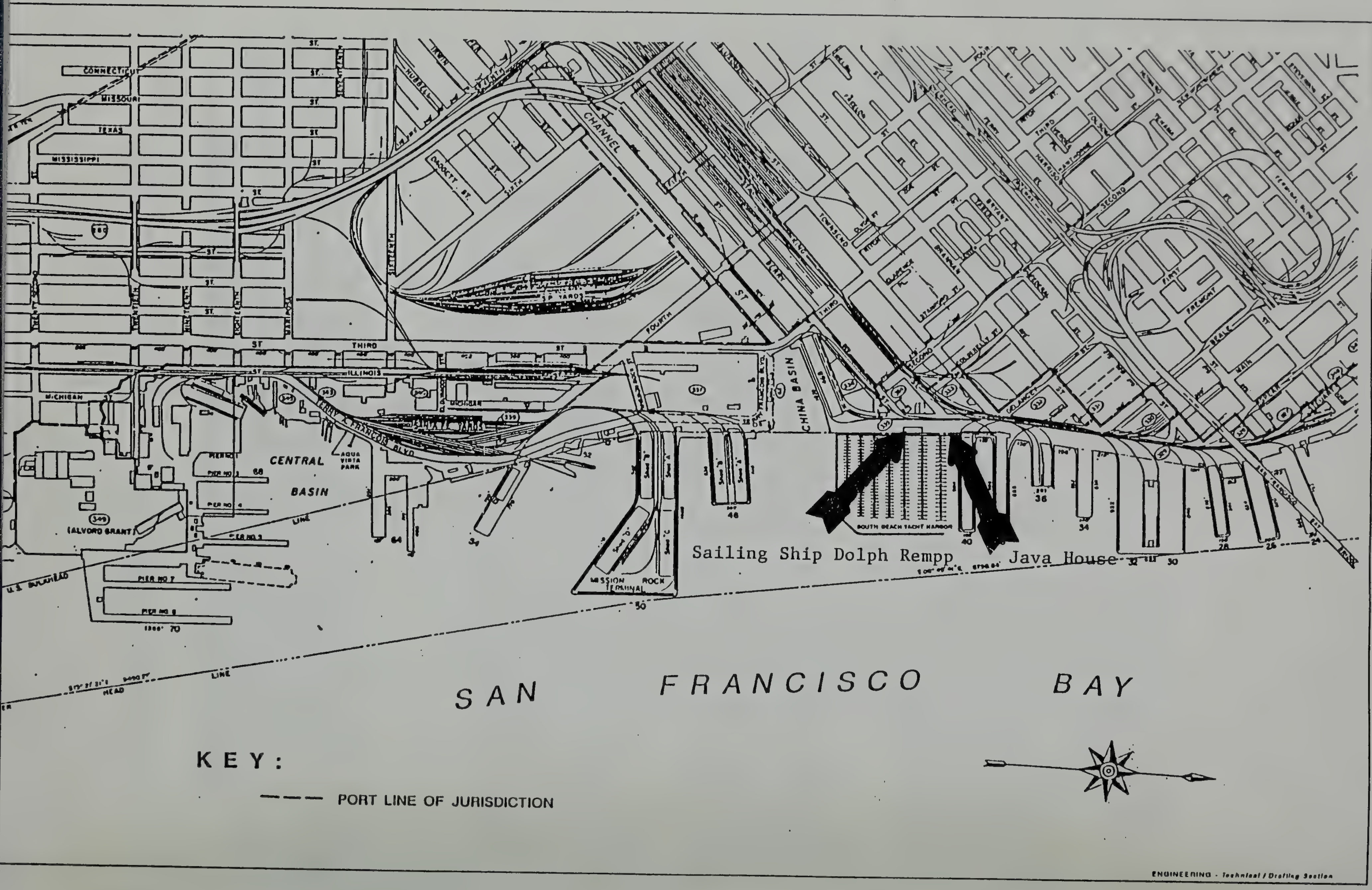
Board of Supervisors Resolution
No.

APPROVED AS TO FORM:

By:________________________
DAVID MADWAY
Agency General Counsel

Agency Commission Resolution
No.________________________

SOUTHERN WATERFRONT


Sailing Ship Dolph Rempp
Java House
SAN FRANCISCO BAY
KEY:
PORT LINE OF JURISDICTION
CENTRAL BASIN
CHINA BASIN
MISSION ROCK TERMINAL
SOUTH BEACH YACHT HARBOR
AGUA VISTA PARK
CHANNEL
CONNECTICUT
MISSOURI
TEXAS
MISSISSIPPI
MICHIGAN
ILLINOIS
THIRD
FOURTH
SIXTH
TOWNSEND
KING
BERRY
SECOND
FIRST
FREMONT
BEALE
MAIN
BRYANT
BRANNAN
HARRISON
MARIPOSA
SIXTEENTH
LINE
U.S. BULKHEAD
PIER NO 7
PIER NO 3
PIER NO 4
70
68
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54
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36
34
32
30
28
26
24
ENGINEERING - Technical / Drafting Section

ATTACHMENT B

FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY

THIS FOURTH AMENDMENT TO OPTION TO LEASE REAL PROPERTY ("Amendment"), dated for reference purposes only as of August 29, 1995, by and between **THE CITY AND COUNTY OF SAN FRANCISCO**, a municipal corporation, acting by and through the **SAN FRANCISCO PORT COMMISSION** ("Port"), and **THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO**, a public body corporate and politic ("Agency"), is made with reference to the following facts:

RECITALS

A. Port and Agency entered into that certain Option to Lease Real Property on September 26, 1984, as amended by that First Amendment to Option, dated July 30, 1991, Second Amendment to Option to Lease, dated as of February 1, 1995, and Third Amendment to Option to Lease, dated as of July 11, 1995. The Option allows the Agency until September, 1995 to enter into leases of all or parts of ten defined parcels around South Beach Harbor in the Rincon Point South Beach Redevelopment Area.

B. The Agency has exercised the Option and entered into leases of all the parcels subject to the Option except for Parcels M-1 and M-2 (Seawall lots 336 and 335) and portions of Parcel N-2 (Sailing Ship Dolphin Rempp and Java House). Section (1) of the Option states that the Option shall expire and all rights and privileges thereunder shall terminate at 5 p.m. Pacific time, on September 26, 1995 with respect to any of the real property or any portion or portions thereof for which it has not been exercised.

C. Section (3)(b) of the Option provides that each exercise of Option shall contain statements that the subject option parcel or parcels M-1 and M-2 are no longer under consideration as the site of a downtown sports stadium, and that the Agency and the Port have reached agreement on a mutually satisfactory solution regarding (1) the relocation of the Port's maintenance department operation from Pier 46B and from the corporation yard adjacent thereto, and (2) access to the second story of the building on Pier 46B and the building on Seawall Lot 336.

D. The matters described in Recital C above regarding the ballpark and relocation from 46B have not been resolved with regard to Parcels M-1 and M-2, and will likely not be resolved prior to the Option termination date on September 26, 1995.

ATTACHMENT C

E. The parties desire to extend the Option termination date with regard to Parcels M-1, M-2 and the remaining portions of N-2 through July 31, 1996.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Port and Agency hereby agree to amend the Option as follows:

AGREEMENT

1. **Recitals**. The foregoing recitals are true and correct and are incorporated herein by this reference.

2. **Amendment of Option**.

Section (1). Section (1) of the Option, regarding, entitled "Term of Option" is hereby amended to include the following sentence:

> Notwithstanding the foregoing, with respect to Parcels M-1, M-2 and the portions of N-2 comprised of the Sailing Ship Dolphin Rempp and Java House sites only, as shown on Exhibit A attached hereto, this Option shall expire and all rights and privileges hereunder shall terminate at 5 p.m. Pacific time, on July 31, 1996, unless further extended in writing signed by both Port and Agency.

3. **Remaining Terms**. Except as expressly provided herein, all of the terms and conditions of the Option, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Lease as of the date first set forth above.

PORT

CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation, operating by and through the SAN FRANCISCO PORT COMMISSION

By:________________________
DENNIS P. BOUEY
Executive Director

APPROVED AS TO FORM:

LOUISE H. RENNE
City Attorney

By:________________________
NEIL H. SEKHRI
Deputy City Attorney

Port Commission Resolution
No.____________________

Board of Supervisors Resolution
No.

AGENCY

REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO

By:____________________

Its:______________

APPROVED AS TO FORM:

By:________________________
DAVID MADWAY
Agency General Counsel

Agency Commission Resolution
No.________________________

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SF
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10/10/95

SAN FRANCISCO PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

DOCUMENTS DEPT.
NOV 17 1995
SAN FRANCISCO
PUBLIC LIBRARY

MINUTES OF THE MEETING
OCTOBER 10, 1995

1. ROLL CALL

Commission President Preston Cook called the meeting to order at 4:05 p.m. The following Commissioners were present: Preston Cook, Frankie Lee and Anne Halsted. Commissioners O'Neill and Hardeman were not present.

2. APPROVAL OF MINUTES - September 26, 1995

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the minutes of the meeting were adopted.

4. SPECIAL ITEM / PUBLIC HEARING

ACTION: Commissioner Halsted moved approval to open up this item for discussion. Commissioner Lee seconded the motion.

A. Recommendation of Preferred Roadway Alternative for the Mid-Embarcadero Roadway in the Ferry Building Area. (Resolution No. 95-85)

Mr. Bouey indicated that the mid-Embarcadero project would be the completing link for the Embarcadero Roadway project. It will extend from Folsom Street to Broadway. We are now in the public hearing phase of the draft EIR process. The Chief Administrative Officer, Bill Lee, and his staff are here to explain the process to the Commission as well as ask for the Commission's preference among the available alternatives.

Mr. Bill Lee thanked the Commission for the opportunity to provide their proposal and request the Commission's support regarding the preferred alternative. Over the past six years, the City has held many citizen's advisory committee meetings, inter-agency and inter-departmental meetings and many public hearings to give guidance to the staff in the development and refinement of the alternatives to the elevated freeways. In 1990, 1993 and 1994, the Board of Supervisors passed resolutions indicating their support for alternatives to a full rebuild of the Embarcadero and the Terminal Separator Structure freeways. They also identified which alternatives should be carried forward into the environmental review process. The Draft EIS/EIR was published in August 1995, and at the end of September, public hearings were initiated to provide input to the Board of Supervisors in their selection of a preferred alternative. In addition, the City-wide policy steering committee has recommended the endorsement of the alternative described as Alternative 3C also known as DPT Variant. This alternative assumes a paired roadway in front of the Ferry Building. This alternative balances the many concerns of the citizens. This ties into the livability of the emerging residential community of South of Market, especially to and from the downtown and the southeastern San Francisco and the desire to create a great civic space in front of the Ferry Building. We are now at a critical juncture of the process as we are faced with the potential for increases in construction cost and loss of federal funding if decisions are delayed. An aggressive schedule to respond to the Board and Commission's concerns to accelerate delivery of the roadway and the F-Line projects has been outlined. The schedule assumes selection of a preferred alternative in October 1995 for incorporation into the final EIS/EIR to be published in the spring of 1996. He requested the Port's consideration of this project. He added that they are sticking to their schedule. It's important to send a message to government agencies and to the public that we need to be on time and within budget. In addition, the public needs to know that there's a great likelihood that we will be facing tremendous federal cuts on the highway programs.

Ms. Rebecca Kohlstrand, Project Manager of the Waterfront Transportation Office, showed the Commission the DPT Variant and gave context for the decision making. Four different elements are under consideration: (1) mid-Embarcadero roadway; (2) improvements to the on and off ramps for the freeway system; (3) the surface street improvements; and (4) the replacement of parking associated with the loss of parking in the mid-Embarcadero section. They have an obligation, as part of this project, either to provide replacement parking or provide a direct compensation to the Port as a result of revenue losses. The estimated cost of this project is approximately $81 million. She concluded with a few remarks about the area directly in front of the Ferry Building and that public hearings were held to discuss the alignment of the roadway in front of the Ferry Building.

As far as the roadway in front of the Ferry Building, Norman Rolfe preferred the paired roadway except he does not like the idea of having three lanes but rather two lanes. As far as the different alternatives, in his opinion, Alternative 2 works better from a traffic and general environmental viewpoint. He urged the Commission to adopt Alternative 2 as it does the best thing for the City. He read a quote from page 344 of the EIR regarding a parking garage. He concluded that building the garage would decrease air quality and increase traffic congestion. He suggested that the Port look elsewhere if it needs more revenue.

Clark Manus, Vice Chair of MEOS (Mid-Embarcadero Open Space) Committee, which includes AIA, SPUR, SFT, the Chamber, Sierra Club, ASLA, Chinatown Resource Center, North Beach Chamber, Telegraph Hill Dwellers, Russian Hill Improvement Association, Nob Hill Neighbors, Fisherman's Wharf, South of Market, Rincon Hill, South Beach CAC and property owners indicated that the group worked very hard in figuring out the best alternative but felt that the paired roadway to the west was the best solution as described by Ms. Kohlstrand. It has some of the best urban design principles. He urged the Commission to pass the resolution that would support this alternative. He made the Commission aware of the issues related to the I-80 ramps. DPT has come up with a variant that seems to have the consent of a lot of organizations. He urged the Commission to be the first Commission to take a positive action.

Mario Ciampi reviewed some of the concerns that they have for the reconstruction of the Embarcadero Plaza. His experience led him to the conclusion that it cost the City about a billion dollars over the past 37 years in opportunities they had and money they lost. The key issue today is no different that it ever was 37 years ago. The question that the City is confronted with is how to connect the Ferry Building with the significant historic role it played in the past but the role it's about to play in the future and how it relates to the traffic situation. We have to concern ourselves with the economic feasibility, the relationship of the modes of transportation and the ability for people to move through conveniently so it can bring as much business and interaction to the Ferry Building. His proposal to unify the plaza with the end of Market Street is to build a pedestrian bridge. It is not only economically feasible but it would also provide a continuous flow of traffic over the bridge through the Ferry to the waterfront. He asked for an opportunity to get this proposal before the EIR to compare this as a reasonable alternative to what is already proposed.

Commissioner Lee inquired about the possibility of connecting the F-Line north and south without interruption. Ms. Kohlstrand responded that the design they have come up with accommodates a connection between the F-Line and the Muni Metro to the south. The Public Transportation Commission has asked their staff for a recommendation. They have had a couple of hearings and hopefully will be making a decision in November whether to incorporate it in this project. Their staff, however, has expressed concerns about the cost of the connection.

Carl Maletic, partner of the firm of DeMars and Maletic, stated that their firm agrees with the revisions to Alternative 5 shown in the EIR. However, this plan does not trigger any of the provisions for cost delay. He then clarified a couple of the statements in the summary. He added that in the EIR, the DPT Variant can be applied to either Alternative 3 or 5. Most of the Commissions are voting for an alternative with DPT Variant and it's not beyond reason to choose Alternative 5 with DPT Variant as it is fundable and it can also be applied to the Terminal Separator ramps as well. On the Terminal Separator ramps, he proposed that all the Commissions and the Board of Supervisors hold two votes: one for the Terminal Separators and one for the Mid-Embarcadero. He then introduced Mr. Painter, a S.F. landscape architect, who showed the Commission the proportionate sizes and scales of the open space in front of the Ferry Building. Mr. Painter stated that the difference between the edge toward Market Street is identical on both alternatives. The ability to achieve a feeling of grandeur to the Ferry Building is also identical. He believes that it is a concept that deserves further study and can conceivably be the first step in the design process to analyze both alternatives before moving onto the selected alternative.

Mary Anne Miller, S.F. Urban Designer and Planning Consultant, stated that they will be writing their comments on the EIR and taking them to City Planning to get them into the environmental document. She commented that the process seems to be at odds as this is a federal project with federal money involved and the National Environment Policy Act requires a decision on an alternative. It seems preempted to have the Commission forced into having to choose a preferred alternative before the final EIR is ready. If the Commission chooses a preferred alternative without some caveat, the Commission is going on record as choosing the alternative. She asked the Commission if it is choosing a preferred alternative, to word the language so that it does not declare this as a final decision on the project. She indicated that Mr. Ciampi's design is worthy of a respectful evaluation and understands that the Dept. of Public Works will be required as part of the comments and responses process, to actually evaluate it to see if the engineering is possible and to see if the economics will put it in the running with the other projects. She thinks that it is the only pedestrian friendly alternative she's seen.

Art Commissioner Freebairn-Smith, chairman of the present civic design committee, shared the Art Commission's viewpoint on this project. He indicated that like the Planning Commission, they could not vote on a preferred alternative at their first review. The reason being the design community, in a barrage of phone calls, shared many concerns. They are looking at three alternatives: (1) the split roadway; (2) the paired roadway; and (3) some final last effort to get some of the non-local through traffic suppressed in order to make it possible for many daytime office workers to get to the water.

Commissioner Halsted asked Ms. Kohlstrand how the ideas presented here will be integrated in the process. Ms. Kohlstrand indicated that the City Planning Department will be required to respond to the public comments as they pertain to the project as well as the environmental document. In terms of the selection of the preferred alternative, in CEQA, often a preferred alternative is expressed at the beginning of the process and it goes into the document. The other alternatives are not analyzed in equal level of detail. In the federal process, analyzation of all alternatives at the same level of detail is required and at any time during the process, can select a preferred alternative. The Commission, however, is required to select one before the final document is published. The intent is to elaborate on and provide additional information on the preferred alternative. They are asking the Board of Supervisors, with input from the Commissions, to select the preferred alternative. It will be a preliminary recommendation as the City cannot formally and finally select that alternative until the environmental document is certified in spring 1996. Commissioner Halsted inquired how a situation, wherein the Commission selects a preferred alternative but additional information comes out that leads them to reach a different conclusion, be remedied when the environmental impact report is completed. Ms. Kohlstrand replied that they will come back to the Port Commission and the Board of Supervisors for another set of public hearings to get a final determination of the final alternative.

Commissioner Lee inquired if this is the first time this item has been heard by the Commission. Ms. Kohlstrand replied that this has been heard at various times in the process for the last 5-6 years. Commissioner Lee pointed out since there were a lot of public input on this project, the Commission is not making a hasty decision.

Commissioner Halsted commented that she is personally aware of the great amount of energy and effort put forth by City officials, architects and planners. There have been many private discussions among urban planners on the issue of paired roadway versus the split roadway. Her perception is that there have been some changes that have improved the paired roadway from that conversation. However, there will likely be more changes that will improve things as the project moves along. We don't have everything solved yet but we have a solution that will get people to the water. She encouraged the Art Commission to come up with ideas that will enhance the solution. She would like to see three items for staff to continue working on: (1) the connection between Embarcadero and Market Street; (2) the plaza in front of the Ferry Building should maximize the import of the Ferry Building; and (3) taking care of the pedestrians as they cross that strip. She hopes that there will be a place for pedestrians to stop if they are stuck in the middle. She encourages that these things to be worked on in the final design. She looks to getting more information on the ideas presented and moving forward with this project at the same time.

Commissioner Cook indicated that there are a lot of good ideas presented here today. The Commission has been briefed by staff and has been involved in the process of figuring out the best method to implement a roadway in front of the Ferry Building. It is a difficult decision as many good alternatives have been presented. We have a plan that is workable and will achieve what's needed along the Embarcadero.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

3. EXECUTIVE

A. Executive Director's Report:

Mr. Bouey read a statement from Commissioner Hardeman excusing himself from today's meeting as his daughter was murdered in Redwood City last Thursday. Through the stakeout and diligent efforts by the San Francisco Police Department, the suspect was apprehended Monday afternoon. Commissioner Hardeman congratulated and thanked Sergeant Pulser and his officers of the Tenderloin Task Force, Lt. Harp at Mission Station and Chief Tony Ribera. He also thanked the Macy's Union Square security for their assistance. As well, he thanked the Port's Executive Director, his fellow Commissioners and Port staff for their sympathy.

Fleet Week was a rousing success. While we have not yet heard what effect it had on Port businesses, comments received, thus far, were positive. The Police Department estimates that over a million people attended Fleet Week and that over 500,000 people were on our waterfront over the weekend.

He congratulated Carolyn Macmillan on our new quarterly, *PortFolio*. The newsletter will generally be sent to our tenants, our constituents, and those who have interest, direct or indirect, in the Port. He commended Ms. Macmillan for a job well done.

B. Endorsing Bid to Berth the USS Missouri as a Memorial Museum at the Port of San Francisco (Resolution No. 95-81)

Mr. Bouey indicated that a non-profit group, the USS Missouri Allied Forces Memorial Corporation, is going to place a bid for the USS Missouri. If the Navy were to award San Francisco the USS Missouri, which is also being bid on by Honolulu and Bremerton, Washington, it will dock at Piers 30/32. He hastened to add that we made it quite clear to the corporation that the Port reserves the right to relocate this ship. Also in keeping with the notion of locating vessels of historic importance at the Port of San Francisco, this will provide yet another reason for those who live in the area to visit our Port and waterfront.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

5. TENANT & MARITIME SERVICES

6. FACILITIES & OPERATIONS

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

A. Approval of 5-year lease with Quayle & Company at Pier 46B. (Resolution No. 95-86)

B. Revision to Fourth Amendment to Option to Lease Property with the San Francisco Redevelopment Agency of the City and County of San Francisco. (Resolution No. 95-87)

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the items on the consent calendar were adopted.

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

At 5:20 p.m. the Commission Secretary announced that the Commission will withdraw to executive session to discuss the following:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

B. CONFERENCE WITH LEGAL COUNSEL REGARDING CLAIM AND ANTICIPATED LITIGATION MATTERS

Red and White Fleet, Inc. (formerly Harbor Carriers, Inc., a subsidiary of Crowley Corporation) operating at Pier 41.

At 5:45 p.m., Commissioners Cook, Halsted and Lee returned from executive session and convened in public session.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner Lee seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 5:47 p.m.

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PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, OCTOBER 24, 1995 AT 4:00 P.M.
IS HEREBY CANCELLED

◆ • ◆ • ◆ • ◆

THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, NOVEMBER 14, 1995 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA 94111
(415) 274-0406

SAN FRANCISCO PORT COMMISSION

REGULAR MEETING
4:00 P.M., TUESDAY, NOVEMBER 14, 1995
FERRY BUILDING, SUITE 3100
SAN FRANCISCO, CALIFORNIA

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AGENDA

1. **ROLL CALL**

2. **APPROVAL OF MINUTES** - October 10, 1995

3. **EXECUTIVE**

   A. Executive Director's Report

   B. Authorization for the Executive Director to Execute a Funding Cooperative Agreement with the Peninsula Joint Powers Board for Administration of a grant from the Federal Highway Administration under the Intermodal Surface Transportation Efficiency Act for the Track Rehabilitation Project on the Peninsula Corridor Mainline. (Resolution No. 95-98)

4. **LEGISLATIVE**

5. **TENANT & MARITIME SERVICES**

   A. Adoption of Revised Standard Form Landing Rights License Agreement for Common Carrier Ferry Service at Pier ½; adoption of Standard Form Landing Rights License for Casual Landings at Pier ½; approval of landing fees at Pier ½; and authorization to execute Landing Rights Licenses. (Resolution No. 95-91)

6. **FACILITIES & OPERATIONS**

   A. Authorization to award the professional architectural and engineering services contract for Pier 52 Boat Ramp, Bait Shop & Cafe and Public Access Design to Arcus Architecture at a cost of $235,000. (Resolution No. 95-94)

   B. Authorization to issue a contract for construction of escalators at the Pier 35 Passenger Terminal. (Resolution No. 95-95)

7. **PLANNING & DEVELOPMENT**

8. **ADMINISTRATION**

9. CONSENT CALENDAR

A. Request for approval for Executive Director to sign a dredging lease with the State Lands Commission which requires the Port to indemnify the State Lands Commission (Resolution No. 95-90)

B. Approval of Declaration of Emergency for contracted assistance to replace the deteriorated Agricultural Building Skylight. (Resolution No. 95-88)

C. Approval of Contract Amendment for Simon, Martin-Vegue Winkelstein, and Moris for graphic design and planning information on the Waterfront Plan and Poster (Resolution No. 95-89)

D. Approval of a lease with William Pollack dba No Starch Press at 401 Terry Francois Blvd. (Resolution No. 95-97)

E. Authorization for the Executive Director to apply, accept and expend $315,000 in grant funds from the Surface Transportation Program (STP FY 1997/98) for plaza enhancements serving ferry passengers at the intersection of Taylor Street and the Embarcadero Roadway and the intersection of Taylor Street, Powell Street and the Embarcadero Roadway. (Resolution No. 95-96)

F. Authorization for the Executive Director to apply, accept and expend $2.1 million in grant funds from the Surface Transportation Program (STP, FY 1997/98) for the construction of a north promenade and passenger weather protection (Resolution No. 95-92) and $1 million in grant funds from the Transportation Enhancement Activities (TEA, FY 96/97) for a bay side public access promenade along the northern wing of the Ferry Building as part of the Downtown Ferry Terminal. (Resolution No. 95-93)

10. NEW BUSINESS / PUBLIC COMMENT

11. EXECUTIVE SESSION

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING EXISTING LITIGATION AND ANTICIPATED LITIGATION MATTERS

(1) Joseph Messina v. CCSF, et al; CCSF v. Sea Products, et al
San Francisco Superior Court No. 960-166

(2) Johnson v. CCSF, et al; CCSF v. National Park Service et al
U.S. District Court No. 95-2675 SAW

(3) Initiation of Litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (2 cases)

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of existing litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

12. ADJOURNMENT

Public comment is permitted on any matter within Port jurisdiction, and is not limited to agenda items. Public comment on non-agenda items may be raised during New Business/Public Comment. Please fill out a speaker card and hand it to the Commission Secretary.

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

November 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey DPB
Executive Director

SUBJECT: Authorization for the Executive Director to Execute a Funding Cooperative Agreement with the Peninsula Joint Powers Board for Administration of a grant from the Federal Highway Administration under the Intermodal Surface Transportation Efficiency Act for the Track Rehabilitation Project on the Peninsula Corridor Mainline

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTION TO EXECUTE THE COOPERATIVE FUNDING AGREEMENT WITH THE PENINSULA CORRIDOR JOINT POWERS BOARD FOR THE TRACK AND REHABILITATION PROJECT.

On April 22, 1992, by Resolution No. 92-39, the Port Commission authorized staff to apply for Federal funds through the Intermodal Surface Transportation Efficiency Act (ISTEA) and/other transportation grant programs for infrastructure improvements needed to provide rail access to double stacked rail cars from the Port's marine terminals to inland destinations in the United States. The project, commonly referred to as the "Tunnel Project" was awarded $6.5 million in ISTEA funds from MTC and the San Francisco Transportation Authority.

The "Tunnel Project" also included improvements to the track and signalization system on the Peninsula Corridor mainline to avoid conflicts between passenger and freight trains. These improvements were to be funded with monies available to the City and County of San Francisco from the Federal Transit Administration under the Interstate Transfer Program (Title 23).

On March 4, 1994, by Resolution No.94-38, the Port Commission, approved a Memorandum of Understanding with the Peninsula Corridor Joint Powers Board allowing the Port to use $1.8 million of Title 23 funds available to the JPB for use for projects within the City and County of San Francisco for this project. The MOU specified terms for project design, construction grant administration and reimbursement of costs to the JPB.

THIS PRINT COVERS CALENDAR ITEM NO. 3B

On February 28, 1995, by Resolution No. 95-15 the Port Commission authorized staff to withdraw the Port's application for Federal transportation grants that would fund the improvements necessary to provide double stacked rail car access to inland destinations in the United States because changing market conditions in the shipping business impacted the Port's ability to compete for cargo dependant on double stack rail service. Unforeseen environmental review issues also developed which required investment of additional port funds studies and made it difficult to deliver this project within the deadline set by MTC.

The Port Commission also directed staff to work with the San Francisco County Transportation Authority and MTC to ensuring that funds originally programmed for this project could be designated to another project with intermodal benefits to the Port.

Staff has worked with the funding agencies on ways to retain these funds and proposed downscoping the "Tunnel Project." The Port's funding request of ISTEA funds was reduced to $2.4 million to cover the costs of the signalization and track related improvement on the mainline. While the Port is not proceeding with improvements for double stack rail access, the Port still needs efficient rail service for single rail cars to its shipping terminals. New cargo market niches are being pursued which will need freight service and the downscoped project enhances the Port's ability to compete for cargo business. The proposed improvements will alleviate the conflicts between commuter and freight trains on the Peninsula Corridor, correct deterioration along the mainline which may affect speed, frequency and length of freight trains serving the Port's marine terminals.

This project can be delivered on a timely basis because according to the Department of City Planning's Office of Environmental Review the project is in compliance with the California Environmental Quality Act (CEQA) based on the JPB's findings that the project is exempt as a Class I Categorical Exemption for rehabilitation of existing facilities. A Notice of Exemption was filed by the JPB on June 1, 1995 and a copy of the notice is attached.

In June 1995, MTC approved the Port's request to Board to proceed with this smaller project with $2.4 million in ISTEA funds. As proposed in the Cooperative Funding Agreement approved by the Joint Powers Board on October 5, 1995 the Port will serve as the project sponsor and designated grantee for the ISTEA funds and the JPB will be appointed to apply for, obtain and expend the Federal funds. The JPB will be responsible for managing and delivering the project and will indemnify the Port for any claims resulting from the project. The Joint Powers Board will provide the matching funds and the Port of San Francisco will not need to incur any expenses related to this project will be the sole obligation of the JPB.

The agreement also requires the Port to indemnify the JPB for the Port's failure to act under the terms of the proposed agreement. Such acts primarily consist of transferring ISTEA funds to the JPB upon receipt by the Port.

The proposed agreement also opens up new funding opportunities for other Port projects because the JPB will relinquish its right to apply for Title 23 funds which had previously been earmarked for this component of this project. Staff will continue working with funding agencies to seek $1,487,500 million of Title 23 funds for another Port project that may meet the criteria of the Title 23 Program.

Prepared by: Dennis P. Bouey
Executive Director

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO
RESOLUTION NO. 95-98

WHEREAS, the City and County of San Francisco, acting through the San Francisco Port Commission and the Peninsula Corridor Joint Powers Board ("JPB") entered into a Tunnel Project Memorandum with regards to improvements to the JPB's right of way to permit the transport of double stack container cars and related improvements. Said agreement was entered pursuant to Port Commission Resolution No. 94-38; and

WHEREAS, due to changing conditions in the shipping industry, the Port of San Francisco has revised the scope of the "Tunnel Project" and withdrew its application for ISTEA funds to proceed with improvements that would provide double stack rail access to the Port's container terminals; and

WHEREAS, the "Track Rehabilitation Project" includes improvements to the rail and signalization on the Peninsula Corridor mainline that will benefit single haul freight service and enhance the Port's competitive position for pursuing cargo business not dependent on double stack rail service; and

WHEREAS, the Metropolitan Transportation Commission and the JPB have approved the Port's request to apply for $2,478,000 in ISTEA funds for the Track Rehabilitation Project; and

WHEREAS, this project is exempt under the Class 1 Categorical Exemption which applies to repairs or minor alterations of existing public or private structures or facilities (CEQA Guidelines Section 15301); now, therefore, be it

RESOLVED, that the Executive Director is authorized and directed to execute the proposed Funding Cooperative Agreement with the JPB for the Track Rehabilitation Project in a form approved by the City Attorney and said agreement shall supersede the earlier "Tunnel Project Memorandum; and, be it further

RESOLVED, that the Executive Director is authorized to apply for, accept and expend $2,478,000 in federal funds under the Intermodal Surface Transportation Efficiency Act, for the Track Rehabilitation Project; and, be it further

RESOLVED, that the Executive Director, or his designee, is hereby authorized and directed to execute such other documents and take such other actions as may be necessary to give effect to this resolution; and, be it further

RESOLVED, that the Executive Director is further authorized to provide an indemnification to the JPB on the terms described in the proposed Funding Cooperative Agreement, a copy of which is on file with the Secretary of the Port Commission, upon approval by the Board of Supervisors.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

SECRETARY

May 30, 1995

#2112

NOTICE OF EXEMPTION*

TO: **Whom It May Concern**
Clerk of the Court
County of San Francisco
Hall of Justice
400 Van Ness Avenue
San Francisco CA 94102

FROM: PENINSULA CORRIDOR JOINT POWERS BOARD
1250 San Carlos Avenue
San Carlos CA 94070

Project Title:

JPB Public Transit Services including Federal Capital Assistance for the following projects:

1. *Tunnel 3 - Track Rehabilitation*
2. *Tunnel 1,2,4 - Track Rehabilitation*
3. *Computer Switching Upgrade*

PROJECT LOCATION: The portion of the CalTrain system affected by this project in bounded by Tunnel 1 and Tunnel 4 in the City and County of San Francisco.

PROJECT DESCRIPTION: *Tunnel 3 - Track Rehabilitation* - Remove fouled ballast from the tunnel and reestablish drain boxes using geotextile fabric wrapped perforated CMP. Renew 100% of crossties and relay existing jointed rail with 136 lb. CWR. The total length in the vicinity of the tunnel is 0.88 TM of rail including double track. Total crossties needed @ 100% renewal is 3,000.
Tunnel 1,2,4 - Track Rehabilitation - Replace the drainage systems in tunnels 1,2,4 and also replace the drainage outside the portals of each of the tunnels.

Computer Switching Upgrade - Upgrade the computer switching and

Name of Public Agency Approving Project:

Metropolitan Transportation Commission

Name of Person or Agency Carrying Out Project:

PENINSULA CORRIDOR JOINT POWERS BOARD

Exempt Status:
___ Ministerial
___ Declared Emergency
___ Emergency Project
_X_ Categorical Exemption

Existing Facilities (15301)

ENDORSED
FILED
San Francisco County Clerk-Recorder

JUN 01 1995

County Clerk-Recorder
BY:
KEITH WONG

* State CEQA Guidelines
Appendix E
14 Cal. Admin. Code 15000 et. seq.
CA9X

#2112

May 30, 1995

NOTICE OF EXEMPTION*

Reason why project is exempt:

Project is exempt because it compies with the guidelines of NEPA and CEQA (replacment).

Contact Person:

Ian McAvoy, Senior Planner
Telephone: (415) 508-6346

Date Received for Filing

Ian B. McAvoy. MRTPI
Signature

Ian McAvoy, Senior Planner
Title

5/30/95
Date

ENDORSED
FILED
San Francisco County Clerk-Recorder

JUN 0 1 1995

[illegible] County Clerk-Recorder
BY: KEITH WONG

* State CEQA Guidelines
Appendix E
14 Cal. Admin. Code 15000 et. seq.

CA9X

PENINSULA CORRIDOR JOINT POWERS BOARD
Planning Division
1250 San Carlos Avenue
San Carlos CA 94070
(415) 508-6346

#2112

CERTIFICATE OF FEE EXEMPTION

TO: County Clerk, San Francisco

Hall of Justice
400 Van Ness Avenue
San Francisco CA 94102

FROM: PENINSULA CORRIDOR JOINT POWERS BOARD
1250 San Carlos Avenue
San Carlos CA 94070

PROJECT TITLE:

1. Tunnel 3 - Track Rehabilitation
2. Tunnel 1,2,4 - Track Rehabilitation
3. Digicon Computer Switching Replacement

PROJECT LOCATION: The portion of the CalTrain system affected by this project in bounded by Tunnel 1 and Tunnel 4 in the City and County of San Francisco.

PROJECT DESCRIPTION: *Tunnel 3 - Track Rehabilitation -* Remove fouled ballast from the tunnel and reestablish drain boxes using geotextile fabric wrapped perforated CMP. Renew 100% of crossties and relay existing jointed rail with 136 lb. CWR. The total length in the vicinity of the tunnel is 0.88 TM of rail including double track. Total crossties needed @ 100% renewal is 3,000.

Tunnel 1,2,4 - Track Rehabilitation - Replace the drainage systems in tunnels 1,2,4 and also replace the drainage outside the portals of each of the tunnels.

Computer Switching Upgrade - Upgrade the computer switching and congestion management system to improve rail safety systems.

FINDING OF EXEMPTION:

1. After review of Federal and State environmental guidelines, the above projects have been classified as being eligible for categorical exemption and do not cause an adverse effect--either individually or cumulatively-- on wildlife resources. For this purpose, wildlife is defined as "all wild animals, birds, plants, fish, amphibians, and related ecological communities, including the habitat upon which the wildlife depends for its continued viability" (Section 711.2, Fish and Game Code).

2. There is no evidence that the proposed project would have any potential for adverse effect on wildlife resources.

Certification: I hereby certify that PENINSULA CORRIDOR JOINT POWERS BOARD, as lead agency, has made the above findings and that the proposed project will not individually or cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.

Ian B. McAvoy MRTPI
Signature

Ian McAvoy, Senior Planner
Title

5/30/95
Date

CPD Form A-ENV-37
FRM00153 (1/91)

ENDORSED
FILED
San Francisco County Clerk-Recorder

JUN 01 1995

[illegible] County Clerk-Recorder
BY: [illegible]

#2112

May 30, 1995

PROTECTION OF ENVIRONMENT

The FY 1994-95 ISTEA program of projects noted below are:

- *Tunnel 3 - Track Rehabilitation*

  Categorically exempted under the National Environmental Policy Act (Section 23 CFR 771.17 (c)(17) (exempt) and the California Environmental Quality Act of 1970 (14 Cal. Admin. Code Section 15300-3 (No Significant Impact as amended)

- *Tunnel 1,2,4 - Track Rehabilitation*

  Categorically exempted under the National Environmental Policy Act (Section 23 CFR 771.17 (c)(17) (exempt) and the California Environmental Quality Act of 1970 (14 Cal. Admin. Code Section 15300-3 (No Significant Impact as amended)

- *Replacement of Digicon Computer switching equipment*

  Categorically exempted under the National Environmental Policy Act (Section 23 CFR 771.17 (c)(17) (exempt) and the California Environmental Quality Act of 1970 (14 Cal. Admin. Code Section 15300 (No Significant Impact as amended)

ENDORSED
FILED
San Francisco County Clerk-Recorder

JUN 0 1 1995

[illegible] County Clerk-Recorder
BY: KEITH WONG

ATE OF CALIFORNIA-THE RESOURCES AGEN
DEPARTMENT OF FISH AND GAME

№ 002112

ENVIRONMENTAL DOCUMENT APPLICATION/FILING FEE CASH RECEIPT

Lead Agency: PENINSULA CORRIDOR JOINT POWERS BOARD

Date: JUN. 1, 1995

County/State Agency: SAN FRANCISCO

Document No. ______

Project Title: TRACK REHABILITATION - TUNNEL 1,2,3,4 - DIGICON COMPUTER SWITCHING REPLACEMENT

Project Applicant: PENINSULA CORRIDOR JOINT POWERS BOARD

CHECK ONE:

( )	Environmental Impact Report	$850.00	$
( )	Negative Declaration	$1,250.00	$
( )	Application Fee Water Diversion *(Water Resources Control Board Only)*	$850.00	$
( )	Projects Subject to Certified Regulatory Progams *(DFG & CDF Only)*	$850.00	$
(X)	County Administrative Fee	$25.00	$ 25.00
	TOTAL RECEIVED		$ 25.00

Signature of person receiving payment ______

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
Telephone 415 274 0400
Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

November 1, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Adoption of standard form Landing Rights License for Common Carrier Ferry Service Landing Slots at Pier ½; adoption of standard form Landing Rights License for Casual Landings at Pier ½; approval of landing fees for Pier ½; and authorization to execute landing rights licenses.

DIRECTOR'S RECOMMENDATION: ADOPT STANDARD FORM LANDING RIGHTS LICENSE FOR COMMON CARRIER FERRY SLOTS AT PIER ½; ADOPT STANDARD FORM LANDING RIGHTS LICENSE FOR CASUAL LANDINGS AT PIER ½; APPROVE LANDING FEES FOR PIER ½; AND DELEGATE AUTHORITY TO EXECUTE LANDING RIGHTS LICENSES.

BACKGROUND

Following the destruction of the I-880 Cypress Structure in Oakland, the Port of San Francisco received a grant of emergency relief funds to construct a public landing facility for trans-Bay common carrier ferry service. These funds were utilized by the Port to construct the North Ferry Terminal at Pier ½ ("Pier ½"). In April 1993, following the construction of Pier ½, the Port Commission (by Resolution No. 93-54) approved landing rights licenses with three operators to provide common carrier ferry service at Pier ½. Each of these licenses utilized the same form of Landing Rights License, which contained the following basic provisions:

THIS PRINT COVERS CALENDAR ITEM NO. 5A

1. **Use.** The license provided both for scheduled landing slots for common carrier ferry service and for casual landings of excursion trips by these vessel operators.

2. **Term.** The license provided for an initial term of one year, which could be extended on an annual basis by the Port and the licensee, with the landing fees being subject to adjustment.

3. **Landing Fees.** The license provided for the following two types of landing fee arrangements, one for common carrier ferry service landings, and the other for excursion casual landings:

    a. Common Carrier Vessel Landings. A fixed fee schedule for common carrier landings was established to produce a break-even operation, based upon the projected Pier ½ operating costs and the expected number of scheduled landings. The charges per landing were set on a sliding scale, with the charge per landing decreasing with additional daily landings, in order to encourage increased common carrier ferry service to Pier ½. The licensee paid the greater of: (1) the fixed monthly fee, based upon its landing schedule for each month; or (2) a 7% percentage fee on food and beverage sales, but not on ferry services fares. The fee for the first landing per day equaled $23.50, decreasing down to $2.35 for each landing after the 8th each day.

    b. Casual Landings. For non-common carrier excursion landings, the following fixed casual landing fee schedule was established based on vessel capacities:

Vessel Capacity	Fee Per Landing
Up to 25 passengers	$50.00
26-100 passengers	$75.00
Over 100 passengers	$125.00

    No percentage fees were due for the excursions making such casual landings.

4. **Operational Regulations.** The license set forth operating standards and procedures for use of Pier ½ and established an Advisory Committee consisting of representatives from the Port and each provider of common carrier ferry service at Pier ½.

In July, 1994 (by Resolution No. 94-89), the Port Commission adopted this Landing Rights License as a standard form agreement, and it approved a revised landing fee schedule for the 1994/95 FY. The Port Commission also authorized the Executive Director to execute licenses with common carrier service providers which utilized this standard form Landing Rights License and which incorporated the approved landing fee schedule.

During the past year, the following problems were identified by the Port and by the Advisory Committee regarding the structure of the existing Landing Rights License arrangement:

1. The amount of the percentage fees due for food and beverage sales on the common carrier ferry service vessels equaled only a small fraction of the fixed fees, and thus the monthly gross sales and percentage rent reporting requirements created a paperwork burden on the operators and the Port.

2. The relatively small receipts from onboard food and beverage sales were used to offset the operational costs of the common carrier ferry service, which still required substantial governmental subsides. Depending upon the operating capacities of the particular service routes, the fixed landing fees have equaled up to 5% of the gross revenues of the ferry service operations. On the other hand, the fixed fees required for casual landings were estimated to represent only a small percent of the gross receipts of the excursions making such casual landings. Existing Port leases with excursion operators, however, required such operators to pay percentage rent of up to 7% of their gross receipts. Some of the operators of non-common carrier excursions at Pier ½ were not Port tenants, and they therefore paid substantially less for excursions than paid by Port tenants.

3. While a comprehensive agreement existed for casual landings by common carrier ferry operators at Pier ½, no such agreement existed for excursion operators who only made excursion casual landings at Pier ½. As a result, the Port lacked the protections and controls provided by the Landing Rights Licenses.

PROPOSAL

In order to address these problems, Port staff has developed two separate landing rights licenses as follows:

1. Landing Rights License for Common Carrier Ferry Service Landing Slots at Pier ½ **("Common Carrier License")**; and

2. Landing Rights License for Casual Landings at Pier ½ **("Casual Landing License")**.

For vessel operators providing only common carrier ferry service at Pier ½, only a Common Carrier License will be required. For excursions, either by an operator providing common carrier ferry service or by another vessel operator, the vessel operator will need to enter into a separate Casual Landing License to make casual landings at Pier ½, or elsewhere on the property controlled by the Port ("Casual Landings").

Common Carrier License

The most significant change in the standard Common Carrier License (attached hereto as Exhibit 1) is the elimination of the percentage fee for food and beverage sales on vessels providing common carrier ferry service. Only a monthly fixed fee will be charged, based upon the number of landings per month, which will continue to be calculated using a sliding fee schedule with reduced rates for additional daily landings. The Common Carrier License will, however, require the licensee to submit monthly reports indicating their passenger count by landing slot for the prior month.

When these new Common Carrier Licenses are executed with the existing licensees at Pier ½, the commencement date for the term will be established retroactively as July 1, 1995, so as to incorporate the 1995/96 FY fee schedule discussed below. (These licensees are currently holding over on a month-to-month basis under their existing Landing Rights Licenses.)

Casual Landings License

The new standard Casual Landings License (attached hereto as Exhibit 2) will have a month-to-month term, with each Casual Landing requiring prior approval by the Port in each instance. The monthly landing fee will be the greater of either: (1) a fixed Casual Landing Fee based on the number of Casual Landings during the month; or (2) a Percentage Fee calculated at 7% of the licensee's gross receipts from the excursions which include Casual Landings. In addition to normal offsets against gross receipts, the licensee will be allowed the following offsets against the monthly Percentage Fee due under the Casual Landings License:

1. For an excursion trip that includes a Casual Landing and for which the licensee pays a landing fee or rent to another Port authority or another governmental agency for a landing site located outside of the City and County of San Francisco, the licensee may deduct these landing fees or rent from the Percentage Fee due the Port for Casual Landings; however, in no event shall the deductions exceed 3% of the gross receipts of such excursion trips.

2. For an excursion trip that includes a Casual Landing and for which the licensee pays percentage rent to the Port or to a Port tenant under a Port lease, the licensee may deduct the amount of said percentage rent paid to the Port or Port tenant for said excursion trip from the Percentage Fee due the Port for the Casual Landing.

These offsets will only affect the Percentage fee, not the fixed Casual Landing fee, due under the Casual Landing License. This percentage fee structure, with the indicated offsets, is a step toward ensuring that all water excursions involving Port property will pay a fair percentage rent or fee and that no excursion operators will have an unfair competitive advantage.

Fee Schedule

The 1995/96 FY fee schedule for common carrier ferry service at Pier ½ will again be established based upon the anticipated operating costs for Pier ½ during the fiscal year and the expected number of landing slots utilized. The total operating costs for Pier ½ during the 1995/96 FY are projected at $91,517.00 (compared to $114,546.00 for the 1994/95 FY). Using the same sliding scale with decreasing fees for additional daily landings, the fee for the first daily landing will be $21.87, decreasing to $2.19 after the 8th daily landing.

No change is planned in the fixed Casual Landing fees incorporated into the Casual Landing License, but Percentage Fees will now be due for excursions making Casual Landings, as discussed above.

Prepared by: Frederick D. White, Director, Tenant and Maritime Services

G:\wp51\agendas\landing.mem\KB\cp\October 13, 1995

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-91

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and

WHEREAS, the Port Commission operates the North Ferry Terminal at Pier ½ ("Pier ½") as a public facility to accommodate common carrier ferry service landings and excursion casual landings; and

WHEREAS, that certain form of Landing Rights License for Common Carrier Ferry Service Landing Slots at Pier ½ ("Common Carrier License") and that certain form of Landing Rights License for Casual Landings at Pier ½ ("Casual Landing License"), which are attached hereto as Exhibits 1 and 2 respectively, set forth the terms and conditions for the use of Pier ½; and

WHEREAS, the Port has prepared a projected budget for the operating costs of Pier ½ for the 1995/96 FY, and the Landing Fee Schedule, incorporated as Exhibit D to the Common Carrier License attached hereto, was established based upon said operating budget; now, therefore be it

RESOLVED, that the Port Commission hereby adopts the Common Carrier License as its standard form agreement for common carrier ferry service landing slots at Pier ½; and be it further

RESOLVED, that the Port Commission hereby adopts the Casual Landings License as its standard form agreement for casual landings at Pier ½ or elsewhere on property controlled by the Port as its standard form agreement for casual landings involving non-common carrier excursion service; and be it further

RESOLVED, that the Port Commission hereby adopts the Landing Fee Schedule attached as Exhibit D to the Common Carrier License as the fee schedule upon which the landing fees are to be calculated for the Common Carrier Licenses during the 1995/96 FY; and be it further

RESOLVED, that the Port Commission hereby delegates to the Executive Director, or his designee, the authority to approve and execute landing agreements using the Common Carrier License form and Casual Landings License form.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995

____
Secretary

G:\wp51\agendas\landing.mem\KB\cp\October 13, 1995

-- EXHIBIT 1 --

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Telex 275940 PSF UR
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Writer

MEMORANDUM

November 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Professional Services Contract for Pier 52, "Boat Ramp, Bait Shop and Cafe, and Public Access Design", authorization to award

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO AWARD THIS PROFESSIONAL SERVICES CONTRACT FOR PIER 52, "BOAT RAMP, BAIT SHOP AND CAFE, AND PUBLIC ACCESS DESIGN" TO ARCUS ARCHITECTURE

The Commission previously authorized staff to issue an RFP for professional services for the design of Pier 52, Boat Bait Shop and Cafe, and Public Access Design. On July 26, 1995, the Port issued a request for proposals (RFP) for architectural and engineering services for this project. On August 28, 1995, the Port received proposals from 14 architectural firms.

On September 20, 1995, a Port interview panel interviewed five firms and Arcus Architecture compiled the highest score. All five firms were either certified MBEs or Joint Ventures with MBE team members, therefore all received HRC scoring adjustments.

Subsequently, the Port met with Arcus Architecture to negotiate the engineering fee. The Port and Arcus agreed to a fee of $235,000 to provide the required architectural and engineering services. This fee includes the work to perform Phase I, preliminary architectural and engineering, and Phase II, detailed design and construction management support.

THIS PRINT COVERS CALENDAR ITEM NO. 6A

The Phases are described as follows:

Phase I - Preliminary Engineering Study The consultant will present three alternatives to the Port for the design. The Port and Cal Boating will choose a preferred alternative. The preferred alternative will be presented to BCDC. After all said preliminary approvals are obtained, the Port has the option to authorize the consultant to proceed to Phase II

Phase II - Detailed Design and Construction Management Support The consultant will develop complete drawings and detailed designs for the preferred alternative, including the preparation of calculations, construction contract specifications, plans and construction cost estimates. The Port will obtain final approvals from BCDC and Cal Boating for this design. The consultant will also provide technical support to Port staff as requested during the pre-bid, bidding, design and construction phase of the actual construction work. The project is funded in part by a $295,000 grant from Cal-Boating.

After the construction contract documents are assembled, the Port will advertise for a construction contractor to perform the actual construction. Staff will obtain Commission approval before proceeding with this segment of work.

The Human Rights Commission has confirmed that the selected consultant firm complies with all the requirements to receive a preference as a MBE/WBE firm, all in accordance with Section 12D of the San Francisco Administrative Code.

Prepared by: Emilio R. Cruz
Director of Facilities and Operation

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-94

WHEREAS, the Commission previously authorized staff to issue an RFP for professional services work for the design of a Boat Ramp, Bait Shop and Cafe, and Public Access at Pier 52; and

WHEREAS, on August 28, 1995, the Port received proposals for this professional services work; and

WHEREAS, a Port selection panel reviewed all proposals and interviewed five proposers to select the best qualified consultant; and

WHEREAS, the selection panel selected the firm of Arcus Architecture which is a certified MBE firm; and

WHEREAS, the project is funded in part by a $295,00 grant from Cal-Boating; and

WHEREAS, the Human Rights Commission has confirmed that this firm complies with all the requirements to receive a preference as a MBE/WBE firm, all in accordance with Section 12D of the San Francisco Administrative Code; and

RESOLVED, that the San Francisco Port Commission hereby approves the authorization to award the subject consultant contract to Arcus Architecture for consulting work at a cost not to exceed $235,000.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

____
SECRETARY

Agd-p52.fp

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

November 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director DPB

SUBJECT: Pier 35 Escalators, authorization to issue contract for construction

DIRECTOR'S RECOMMENDATION: AUTHORIZE STAFF TO ISSUE A CONTRACT FOR CONSTRUCTION OF TWO ESCALATORS AT THE PIER 35 PASSENGER TERMINAL

The existing Pier 35 Passenger Services Terminal pedestrian ramps are steep. This past cruise season, the Port received claims from cruise patrons who fell on the pedestrian ramps. Port staff wishes to address this situation, prior to the beginning of the new cruise season in May 1996, by adding two escalators to improve the passenger flow and increase safety. Staff requests authority to issue a design/construction contract for these improvements as escalators are of standard design. The contract will provide the performance requirement specifications of the two escalators and the existing pier data, and require that the contractor provide the detailed design for the final installation. The installation will require structural modifications to the pier. This method of contracting allows for an earlier completion date as compared to having Port staff or an independent consultant perform a separate design and then contracting for the construction. The engineer's estimate is $300,000 to $450,000.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM 6B

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-95

WHEREAS, the existing Pier 35 Passenger Terminal pedestrian ramps are steep; and

WHEREAS, this past year, the Port received claims from cruise patrons who fell on these ramps; and

WHEREAS, Port staff wishes to address the situation, prior to the beginning of the new cruise season in May 1996, by adding two escalators to improve the passenger flow and increase safety; and

WHEREAS, staff requests authority to issue a design/construction contract for these improvements; and

WHEREAS, this contract will provide escalator performance specifications, some plans and the existing pier data, and require that the contractor provide the design for final installation; and

WHEREAS, this method of contracting allows for an earlier completion date as compared to having Port staff or an independent consultant perform a separate design and then contracting for the construction; now, therefore, be it

RESOLVED, that the Commission hereby authorizes staff to issue a construction contract for the construction of two escalators at the Pier 35 Passenger Terminal.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

Secretary

agd-p35.fp

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

October 26, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Request for approval for Executive Director to sign a dredging lease with the State Lands Commission which requires the Port to indemnify the State Lands Commission.

DIRECTOR'S RECOMMENDATION: AUTHORIZE THE EXECUTIVE DIRECTOR TO SEEK APPROVAL OF THE SAN FRANCISCO BOARD OF SUPERVISORS AND SUBSEQUENTLY SIGN A LEASE AGREEMENT WITH THE STATE LANDS COMMISSION WHICH REQUIRES THE PORT TO INDEMNIFY THE STATE LANDS COMMISSION.

In order to perform maintenance dredging work at various locations within the Port's jurisdiction, the Port must secure a dredging lease from the State Lands Commission. The lease agreement includes a clause which requires the Port to indemnify the State of California, its officers, agents or employees against any claim, demand, cause of action or liability of any kind arising out of or in connection with the issuance of the lease. This is a form of indemnification which the Port typically requires. In order for the Port to sign the lease agreement, approval must first be obtained from the Port Commission and the Board of Supervisors.

Prepared by: Emilio R. Cruz
Director, Facilities & Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9A

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-90

WHEREAS, the Port must perform maintenance dredging at various Port facilities on a regular basis in order to provide sufficient water depth for vessels; and

WHEREAS, in order to perform maintenance dredging work at various locations within the Port's jurisdiction, the Port must secure a dredging lease from the State Lands Commission; and

WHEREAS, the lease agreement includes a clause which requires the Port to "indemnify, save harmless, and at the option of the State, defend the State of California, its officers, agents and employees, against any and all claims, demands, causes of action, or liability of any kind which may be asserted against or imposed upon the State of California or any of its officers, agents or employees by any third person or entity arising out of or connected with issuance of this Lease or with Lessee's operations under this Lease or the use by Lessee or its agents, employees or contractors, of the Leased Lands;" and

WHEREAS, in order for the Port staff to sign this lease agreement with this indemnification clause, approval must first be obtained from the Port Commission and the San Francisco Board of Supervisors; therefore be it

RESOLVED, that the Commission hereby authorizes the Executive Director to sign the subject lease agreement with the State Lands Commission provided the proper approval is obtained from the Board of Supervisors.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

____
Secretary

PORT OF SAN FRANCISCO

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Writer

MEMORANDUM

November 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Agricultural Building, approving a Declaration of Emergency for contracted assistance to replace the deteriorated skylight

DIRECTOR'S RECOMMENDATION: APPROVE THE DECLARATION OF AN EMERGENCY TO ALLOW CONTRACTORS TO ASSIST PORT STAFF WITH THE REPLACEMENT OF THE AGRICULTURAL BUILDING DETERIORATED SKYLIGHT

A recent inspection of the Agricultural Building to determine the condition of the framing, which supports the roof skylight, revealed that the framing had rusted away and could not be considered reliable to support the skylight. The skylight condition posed a safety hazard and the framing had to replaced before the rainy season. The magnitude of the scope of repair was beyond Port maintenance staff resources to repair and could only be accomplished in the necessary time frame with an emergency contract for construction repair and another for asbestos abatement professional services oversight. Funds for these emergency contracts, were available in the Port's Operating Budget. The estimated cost of the asbestos abatement professional services contract is $7,800 and the work is being performed by RGA Environmental, Inc. The estimated construction repair contract cost is $232,200 and the work is being performed by Hok Construction, a certified MBE which was selected on a competitive bid basis. Because the Agricultural Building plans are very old, there have been discrepancies between these plans and what the contractor is encountering on the job. This requires the contractor to perform additional work. It is anticipated that an additional $25,000 must be available as a contingency for possible contract modifications.

Prepared by: Emilio R. Cruz
Director of Facilities and Operations

THIS PRINT COVERS CALENDAR ITEM NO. 9B

AGD-EMER.CJ

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-88

WHEREAS, a recent inspection of the Agricultural Building to determine the condition of the framing, which supports the skylight, revealed that the framing had rusted away and could not be considered reliable to support the skylight; and

WHEREAS, the skylight condition posed a safety hazard and framing had to be replaced before the rainy season; and

WHEREAS, the magnitude of the scope of repair was beyond the Port maintenance staff resources to repair and could only be accomplished in the necessary time frame with an emergency contract for construction repair and another for asbestos abatement professional services oversight; and

WHEREAS, staff proceeded with the emergency work, selecting the construction contractor on a competitive bidding basis; and

WHEREAS, because the Agricultural Building plans are very old, these plans do not always match what the contractor is encountering on the job; and

WHEREAS, because of these discrepancies, the contractor will have to perform additional work and it is expected that there will be contract modifications; and

WHEREAS funds for these emergency contracts are available in the Port's Operating Budget; now therefore be it

RESOLVED, that the San Francisco Port Commission hereby ratifies the action of the President of the Commission contained in the letter to the Controller dated October 11, 1995; and be it further

RESOLVED, that for repair of the Agricultural Building skylight, the San Francisco Port Commission hereby retroactively authorizes staff to issue emergency contracts for construction repair to Hok Construction a certified MBE for $232,200 and for asbestos abatement professional services oversight to RGA Environmental, Inc. for $7,800; authorizes $25,000 in contingency funds for possible construction contract modifications; and further authorizes the Executive Director to accept the work upon final completion of the construction contract.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

Secretary

AGD-EMER.CJ

PORT OF SAN FRANCISCO

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MEMORANDUM

October 27, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Contract Amendment for Simon, Martin-Vegue Winkelstein, Moris (SMWM) for graphic design and planning communication materials for the Waterfront Plan

DIRECTOR'S RECOMMENDATION: APPROVE THE PROPOSED CONTRACT AMENDMENT

Last autumn, the Port entered into a contract with a graphic design team to design the graphics and assist in the preparation of the text for a finished printing of the Draft Waterfront Plan and an accompanying poster. The team consists of the architectural and planning firm of Simon, Martin-Vegue, Winkelstein, Moris (SMWM), the graphic design firm of Tenazas Design, and illustrator C. Tolon. As the contract amount did not exceed $50,000, Port staff did not seek the authorization of the Commission.

THIS PRINT COVERS CALENDAR ITEM NO. 9C

After review of the initial poster prepared by the consultant, staff requested that the poster be reoriented to communicate to a broader audience. The new poster provides a summary of the Waterfront Plan for interested members of the general public who may not have any familiarity with Port issues, while the Draft Waterfront Plan serves members of the Port's waterfront community and informed citizens who are interested in Port affairs. Broadening the role of the poster better positions the Port for an extensive public outreach effort in the coming year, in anticipation of the Port Commission adopting the Waterfront Plan in Fall 1996. It also reduces the need for additional public communications materials, as previously planned, resulting in potential net savings.

This unanticipated change in the scope of work results in additional fees of $9,847 for redesign and text changes. As the total contract amount now exceeds $50,000, it requires approval by the Port Commission. The amount of the contract amendment dedicated to HRC certified minority and women owned firm is 39 percent.

Prepared by: Sharon Lee Polledri
Director, Planning & Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-89

WHEREAS, the Draft Waterfront Plan is the result of an extensive citizen-based planning effort spanning four years and over 75 public meetings; and

WHEREAS, an Environmental Impact Report is currently being prepared to evaluate the potential impacts created by the Draft Waterfront Plan; and

WHEREAS, the public will continue to review and comment on the Draft Waterfront Plan prior to anticipated adoption in the Summer of 1996; and

WHEREAS, preparation of a Waterfront Plan Poster aides in communicating to the public the goals and objectives of the Draft Waterfront Plan; and

WHEREAS, Changes in the scope of work to prepare the Waterfront Plan Poster will enable the Poster to communicate to a broader audience than originally anticipated; therefore, be it

RESOLVED, that the Port Commission approves amending the Waterfront Plan and Poster design contract for the team led by Simon, Martin-Vegue, Winkelstein, Moris for an additional $9,847, increasing the total contract amount to $59,846.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

Secretary

PORT OF SAN FRANCISCO

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MEMORANDUM

November 8, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Approval of Lease with William Pollock at 401 Terry Francois Blvd.

DIRECTOR'S RECOMMENDATION: APPROVE LEASE WITH WILLIAM POLLOCK

William Pollock, doing business as No Starch Press, publishes computer books and desires to lease an office at 401 Terry Francois Blvd for general office use. The Port and prospective tenant have negotiated a lease (L-12191) within the standard leasing parameters with terms as follows:

Premises: 514 square feet of office at 401 Terry Francois, Suite 108
Term: Two (2) years commencing December 1, 1995
Rent: $565.40 per month
Rental Rate: $1.10 square foot per month
Rent Adjustments: Annual CPI increases

Commission approval is required because the prospective tenant has requested a revision of the exculpation language in the lease to eliminate waiver of claims against the Port by Tenant due to Port's negligence. The proposed language is currently in use in other City Leases.

THIS PRINT COVERS CALENDAR ITEM NO. 9D

The existing lease language is as follows:

> "13.2 Exculpation. Tenant, as a material part of the consideration to be rendered to Port, hereby waives any and all claims against Port, City and their officers, agents and employees, and agrees to hold Port, City and their officers, agents and employees harmless from any claims for damages to goods, wares, goodwill, merchandise, equipment or business opportunities and by persons in, upon or about said Premises for any cause arising at any time, including without limitation all claims arising from the joint or concurrent negligence of Port or City or their Agents, but excluding any intentionally harmful acts committed solely by Port or City."

The proposed lease language is as follows:

> "13.2 Exculpation. Tenant, as a material part of the consideration to be rendered to Port, hereby waives any and all claims against Port, City and their officers, agents and employees, and agrees to hold Port, City and their officers, agents and employees harmless from any claims for damages to goods, wares, goodwill, merchandise, equipment or business opportunities and by persons in, upon or about said Premises for any cause arising at any time. ~~including without limitation all claims arising from the joint or concurrent negligence of Port or City or their Agents, but excluding any intentionally harmful acts committed solely by Port or City.~~ Nothing herein shall relieve Port from liability caused solely and directly by the gross negligence or willful misconduct of Port or its Agents, but Port shall not be liable under any circumstances for any consequential, incidental or punitive damages."

Prepared by: Frederick D. White, Director, Tenant & Maritime Services

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-97

WHEREAS, Charter Section 3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the Port area of San Francisco; and

WHEREAS, under Charter Section 3.581(g) leases and franchises granted or made by the Port Commission shall be administered exclusively by the operating forces of the Port Commission; and therefore be it

RESOLVED, that the Port Commission hereby approves that certain Lease L-12191 between the Port and William Pollock, doing business as No Starch Press, the terms of which are set forth in the Memorandum of Agenda Item No. 9D for the Port Commission Meeting on November 14, 1995, and hereby authorizes the Executive Director of the Port, or his designated Director of Tenant and Maritime Services, to execute the same on behalf of the Port.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

____
Secretary

G:\wp51\agendas\pollock.ags\DA\cp\November 7, 1995

PORT OF SAN FRANCISCO

Ferry Building
San Francisco, CA 94111
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Telex 275940 PSF UR
Fax 415 274 0528
Cable SFPORTCOMM
Writer

MEMORANDUM

November 6, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: **Authorization of the Executive Director to apply for, accept, and expend $315,000 in grant funds from the Surface Transportation Program (STP,FY 1997/98) for Plaza Enhancements Serving Ferry and Other Transit Passengers at the intersection of Taylor Street and The Embarcadero Roadway and the intersection of Taylor Street, Powell Street and The Embarcadero Roadway.**

DIRECTOR'S RECOMMENDATION: APPROVE THE ATTACHED RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO APPLY FOR, ACCEPT, AND EXPEND GRANT FUNDS.

Grant Description.
The San Francisco County Transportation Authority (SFCTA) and the Metropolitan Transportation Commission (MTC) have solicited all transportation agencies in the Bay Area to submit applications for the third biennial programming cycle of Intermodal Surface Transportation Efficiency Act (ISTEA) funds. The programming cycle is the last round under the existing transportation bill which has a life of seven years. Both Surface Transportation Program (STP) funds and Transportation Enhancement Activities (TEA) funds will be programmed. Applications are due by the first of December. Grant funds for selected projects will be awarded under STP in October 1997 and under TEA in July 1996.

THIS PRINT COVERS CALENDAR ITEM NO. 9E

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Project Description.
Earlier this year the Port developed a plan to improve pedestrian and auto circulation at Fisherman's Wharf in the vicinity of the Triangle Parking Lot and to make pedestrian and sidewalk improvements. To improve access to the Wharf and waterfront, traffic flow on Taylor Street will be changed from one-way south to two-way from The Embarcadero to Bay Street, and The Embarcadero from Powell Street to Taylor Street will be changed from one-way west to two-way. In addition to making the waterfront easier to reach, these improvements will make the area more understandable for visitors. The street flow changes will be made upon completion of the F-Line through the Wharf area.

The plan for the Triangle Lot area includes sidewalk widening along Jefferson Street, Taylor Street, and The Embarcadero, and new plaza areas at the corners of Jefferson/Powell/Embarcadero and Taylor/Embarcadero. The plaza areas will include trees, benches, and public toilets, and provide identity to the area upon entering or being at Fisherman's Wharf. Both the circulation improvements and the pedestrian improvements were reviewed and endorsed by the Fisherman's Wharf Board of Governors.

To construct the sidewalk widening and plaza improvements at the corner of Jefferson/Powell/Embarcadero, the Port Commission earlier this year allocated $220,000 from the 1994 Bond Refinance Funds. In addition, the Port has received $80,000 from the Department of Public Works for tree planting on this project. Construction drawings are currently 50 percent complete with construction anticipated for spring, 1996. This project will include all proposed plaza improvements except a sculptural element at the intersection corner. The sculptural element will be further defined with community input in the coming months.

The purpose of TEA grant funds are to enhance transportation projects. The plaza and sidewalk improvements described above enhance the movement and experience of transit riders disembarking from passenger ferries to the F-Line and other transportation options available in the Wharf area. The portion of the project for which grant funds are sought include 1) constructing the plaza at Taylor/Embarcadero, and 2) completing the plaza at Powell/Jefferson/Embarcadero with a sculptural element. The estimated cost to complete these improvements and amount of grant sought is $315,000. The attached resolution is to allow the Port's Executive Director to apply for, accept, and expend these grant funds.

Sharon Lee Polledri
Director, Planning & Development

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PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95-96

WHEREAS, The Port of San Francisco has authority under California Government Code to exercise certain powers to manage in trust for the people of California certain real property along San Francisco Bay in the City and County of San Francisco; and

WHEREAS, The Intermodal Surface Transportation and Efficiency Act of 1991 (ISTEA) (Public Law 102-240, Dec. 18, 1991) created the Surface Transportation Program (23 U.S.C. s133); and

WHEREAS, The new Federal Reauthorization may continue the Surface Transportation Program; and

WHEREAS, Pursuant to the ISTEA, and regulations promulgated thereunder, eligible project sponsors wishing to receive Surface Transportation Program grants for a project shall submit an application first with the appropriate metropolitan transportation planning organization (MPO), for review and inclusion in the MPO's Transportation Improvement Program (TIP); and

WHEREAS, The Metropolitan Transportation Commission is the MPO for the San Francisco Bay region and the Port of San Francisco is an eligible project sponsor for the Surface Transportation Program funds; and

WHEREAS, The Port of San Francisco wishes to submit a grant application to MTC for funds from the Surface Transportation Program in fiscal year 1997 - 98 for the following Project: plaza enhancements serving ferry and other transit passengers at Piers 41 & 43½, with a total project cost of $615,000; therefor be it

RESOLVED, By the Port Commission of San Francisco that the Executive Director is authorized to execute and file an application for funding, and accept and expend funds, under the Surface Transportation Program of the ISTEA in the amount of $315,000 for the construction of plaza enhancements serving ferry and other transit passengers at Piers 41 & 43½; and be it further

RESOLVED, That the Port of San Francisco by adopting this resolution does hereby state that:

1) The Port of San Francisco will provide previously allocated local matching funds of $300,000 ($220,000 from the 1994 Bond Refinance Funds and $80,000 from the Department of Public Works), totaling 47.5 percent of the project cost; and

2) The Port of San Francisco understands that the Surface Transportation Program funding for the project is fixed at $315,000, and that any cost increases must be funded by the Port of San Francisco from local matching funds, and that the Port of San Francisco does not expect any cost increases to be funded with Surface Transportation Program Funds; and
3) The portions of the plaza enhancements serving ferry and other transit passengers at Piers 41 & 43½, will be built as described in this resolution and, if approved, as programmed in the Metropolitan Transportation Commission (MTC) Transportation Improvement Program (TIP); and be it further

RESOLVED, That a copy of this resolution will be transmitted to the MTC in conjunction with the filing of the application; and be it further

RESOLVED, That the MTC is requested to support the application for the project described in the resolution and to program the project, if approved in MTC's TIP.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995

Secretary

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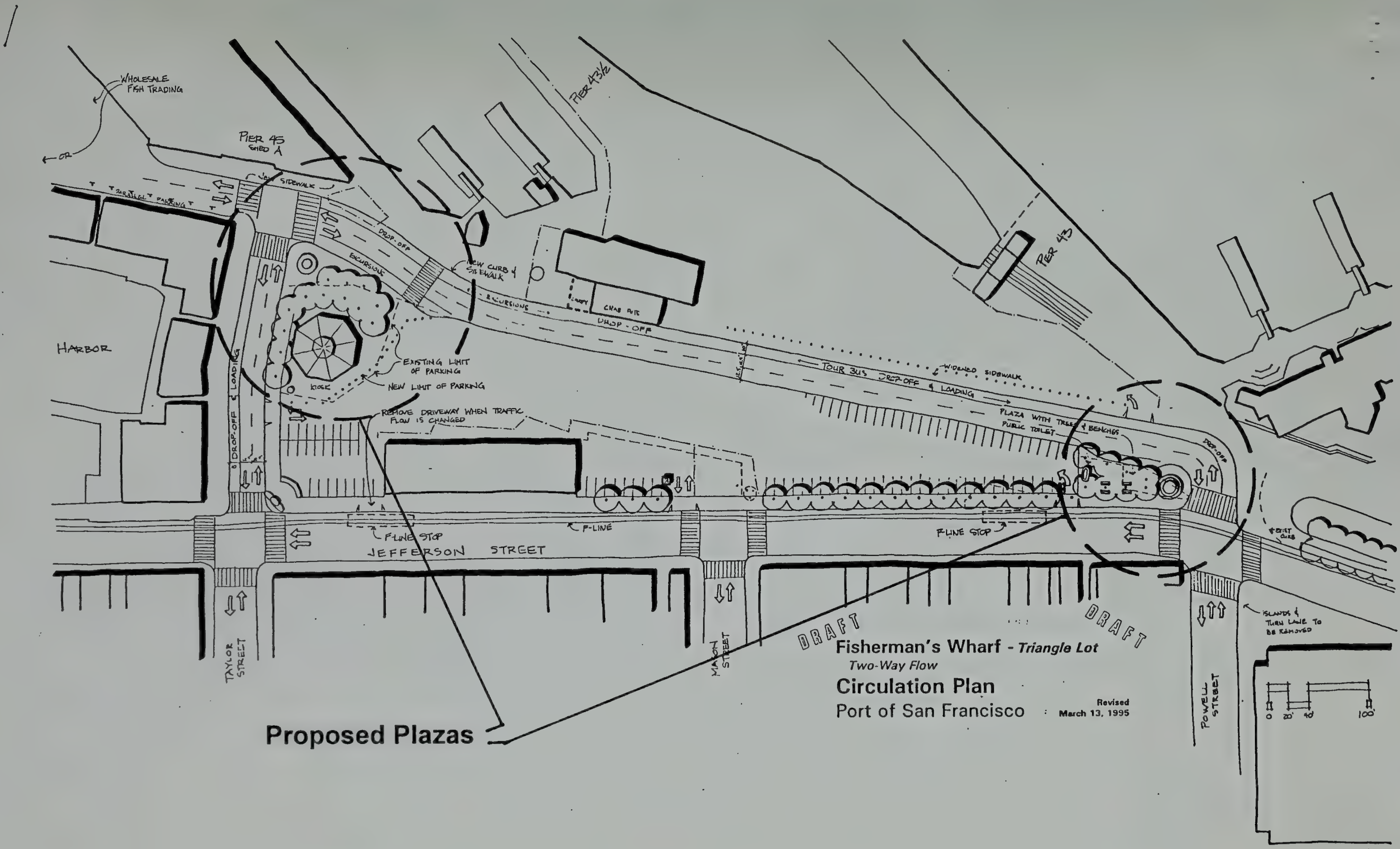
WHOLESALE FISH TRADING
← OR
PIER 45 SHED A
SIDEWALK
PARKING
HARBOR
DROP-OFF
EXCURSIONS
NEW CURB & SIDEWALK
PIER 43½
CRAB PUB
DROP-OFF
EXCURSIONS
KIOSK
EXISTING LIMIT OF PARKING
NEW LIMIT OF PARKING
REMOVE DRIVEWAY WHEN TRAFFIC FLOW IS CHANGED
DROP-OFF & LOADING
PIER 43
TOUR BUS DROP-OFF & LOADING
WIDENED SIDEWALK
PLAZA WITH TREES & BENCHES
PUBLIC TOILET
DROP-OFF
F-LINE STOP
F-LINE
F-LINE STOP
JEFFERSON STREET
EXIST CURB
TAYLOR STREET
MASON STREET
POWELL STREET
ISLANDS & TURN LANE TO BE REMOVED
DRAFT
DRAFT
0 20' 40' 100'

Proposed Plazas

Fisherman's Wharf - ***Triangle Lot***

Two-Way Flow

Circulation Plan

Port of San Francisco

Revised
March 13, 1995

PORT OF SAN FRANCISCO

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Cable SFPORTCOMM
Writer

MEMORANDUM

November 14, 1995

TO: MEMBERS, PORT COMMISSION
Hon. Preston Cook, President
Hon. Frankie G. Lee, Vice President
Hon. Anne Halsted
Hon. Francis J. O'Neill
Hon. Michael Hardeman

FROM: Dennis P. Bouey
Executive Director

SUBJECT: Authorization of the Executive Director to apply, accept and expend $2.1 million in grant funds from the Surface Transportation Program (STP, FY 1997/98) for the construction of a north promenade and ferry passenger weather protection and $1.0 million in grant funds from the Transportation Enhancement Activities (TEA, FY 96/97) for a bay side public access promenade along the northern wing of the Ferry Building as part of the Downtown Ferry Terminal.

DIRECTOR'S RECOMMENDATION: APPROVE ATTACHED RESOLUTIONS AUTHORIZING EXECUTIVE DIRECTOR TO APPLY, ACCEPT AND EXPEND GRANT FUNDS.

The San Francisco County Transportation Authority (SFCTA) and the Metropolitan Transportation Commission (MTC) have solicited all transportation agencies in the Bay Area to submit applications for the third biennial programming cycle of Intermodal Surface Transportation Efficiency Act (ISTEA) funds. The programming cycle is the last round under the existing transportation bill which has a life of seven years. Both Surface Transportation Program (STP) funds and Transportation Enhancement Activities (TEA) funds will be programmed. Applications are due to the SFCTA and MTC by the first of December. Grant funds for selected project will be awarded under STP in October 1997 and under TEA July 1996.

THIS COPY COVERS AGENDA ITEM 9E.

The Commission may recall that the Port has received both STP and TEA grants before for a variety of projects. For example, all of the preliminary engineering and feasibility studies on the renovation of the Ferry Building was funded with TEA grant funds.

Port Staff has identified several portions of the Downtown Ferry Terminal project that are eligible for funding under both grant sources. The Downtown Ferry Terminal project focuses on the role of the Ferry Building on enhancing regional ferry service to and from downtown San Francisco. The Commission approved a conceptual master plan design of the Downtown Ferry Terminal in July 1994.

The master plan for the Terminal project has an estimated cost of $19.5 million (drawing attached). Current available grant funding for the Terminal project includes: $7.5 million in construction funds from Proposition 116 (the California Transportation Commission), $600,000 in design and engineering funds from Section 1064, the Ferry Boat Discretionary Fund under ISTEA, $1,000,000 in construction and design funds from the "transportation enhancement activities"(TEA) fund under ISTEA.

Given available grant funds for the project, only a portion of the project can be built at this time. The current project includes: fabrication and installation of a second landing facility, construction of decking to accommodate the landing facility, resurfacing of existing deck areas for passenger waiting, passenger.improvements including benches, lighting, railing, and signs, relocation of the boiler and chiller units from the bay side of the Ferry Building and opening up a central hallway through the Ferry Building to the ferry terminal.

Port staff is recommending that grant funds for additional portions of the Downtown Ferry Terminal project be sought. These improvements include :

1. construction of a north promenade, extending from the Embarcadero to a relocated ferry landing facility along the north facade of the Ferry Building.
2. fabrication and installation of metal awnings providing weather protection over the ramps on the landing facilities and in the waiting areas.
3. construction of an additional 20 feet of deck along the bay side of the north wing of the Ferry Building providing public access and additional circulation area for the terminal.

Port staff recommends seeking $2.1 million in STP funds for the north promenade and weather protection improvements, and an additional $1.0 million in TEA funds for the Bay side promenade along the northern wing of the Ferry Building.

Item Prepared by: Sharon Lee Polledri
Director, Planning and
Development

PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95 - 92

WHEREAS, the Port of San Francisco has authority under California Government Code Sections 1333 et seq. for the exercise of certain powers to manage in trust for the people of California certain real property along San Francisco Bay in the City and County of San Francisco; and

WHEREAS, the Intermodal Surface Transportation and Efficiency Act of 1991 (ISTEA) (Public Law 102-240, Dec. 18, 1991) created the Surface Transportation Program (23 U.S.C. s 133); and,

WHEREAS, the new Federal Reauthorization may continue the Surface Transportation Program; and

WHEREAS, pursuant to the ISTEA, and the regulations promulgated thereunder, eligible project sponsors wishing to receive Surface Transportation Program grants for a project shall submit an application first with the appropriate metropolitan transportation planning organization (MPO), for review and inclusion in the MPO's Transportation Improvement Program (TIP); and

WHEREAS, the Metropolitan Transportation Commission is the MPO for the San Francisco Bay region; and

WHEREAS, the Port of San Francisco is an eligible project sponsor for the Surface Transportation Program funds; and

WHEREAS, the port of San Francisco wishes to submit a grant application to MTC for funds from the Surface Transportation Program in fiscal year 1997 - 98 for the following project:

1. construct a north 28 foot wide concrete promenade from the Embarcadero to a floating ferry landing facility: $1.5 million; 2. fabricate and install metal awnings to provide weather protection for waiting ferry patrons: $600,000. Total $2.1 million.

RESOLVED, by the Port Commission of San Francisco that the Executive Director is authorized to execute and file an application for funding under the Surface Transportation Program of the ISTEA in the amount of $2,100,000 for the construction of the north promenade and ferry passenger protection as part of the Downtown Ferry Terminal project; and be it further,

RESOLVED, that the Port of San Francisco by adopting this resolution does hereby state that:

1) The Port of San Francisco will provide previously granted Proposition 116 funds of $241,500 (11.5%) in local matching funds; and
2) The Port of San Francisco understands that the Surface Transportation Program funding for the project is fixed at $2,100,000, and that any cost increases must be funded by the Port of San Francisco from local matching funds, and that the Port of San Francisco does not expect any cost increases to be funded with Surface Transportation Program Funds; and
3) The portions of the Downtown Ferry Terminal project will be built as described in this resolution and, if approved, as programmed in the Metropolitan Transportation Commission (MTC) Transportation Improvement Program (TIP).
be it further,

RESOLVED, that a copy of this resolution will be transmitted to the MTC in conjunction with the filing of the application; and be it further,

RESOLVED, that the MTC is requested to support the application for the project described in the resolution and to program the project, if approved, in MTC's TIP.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

____
Secretary

PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 95 - 93

WHEREAS, the United States Congress has enacted the Intermodal Surface Transportation Efficiency Act of 1991, which is to make available over $200 million in federal dollars over a 6 year period as funds to the California Department of Transportation for transportation enhancement activities; and

WHEREAS, the Department of Transportation has established the procedures and criteria for reviewing proposals and, along with the Regional Transportation Agencies, will submit to the California Transportation Commission , a list of recommended projects from which the recipients will be selected; and

WHEREAS, said procedures and criteria established by the California Department of Transportation call for the approval of an application by the applicants governing body before submission of said application to the California Transportation Commission; and

WHEREAS, the application contains assurances that the applicant must comply with; and

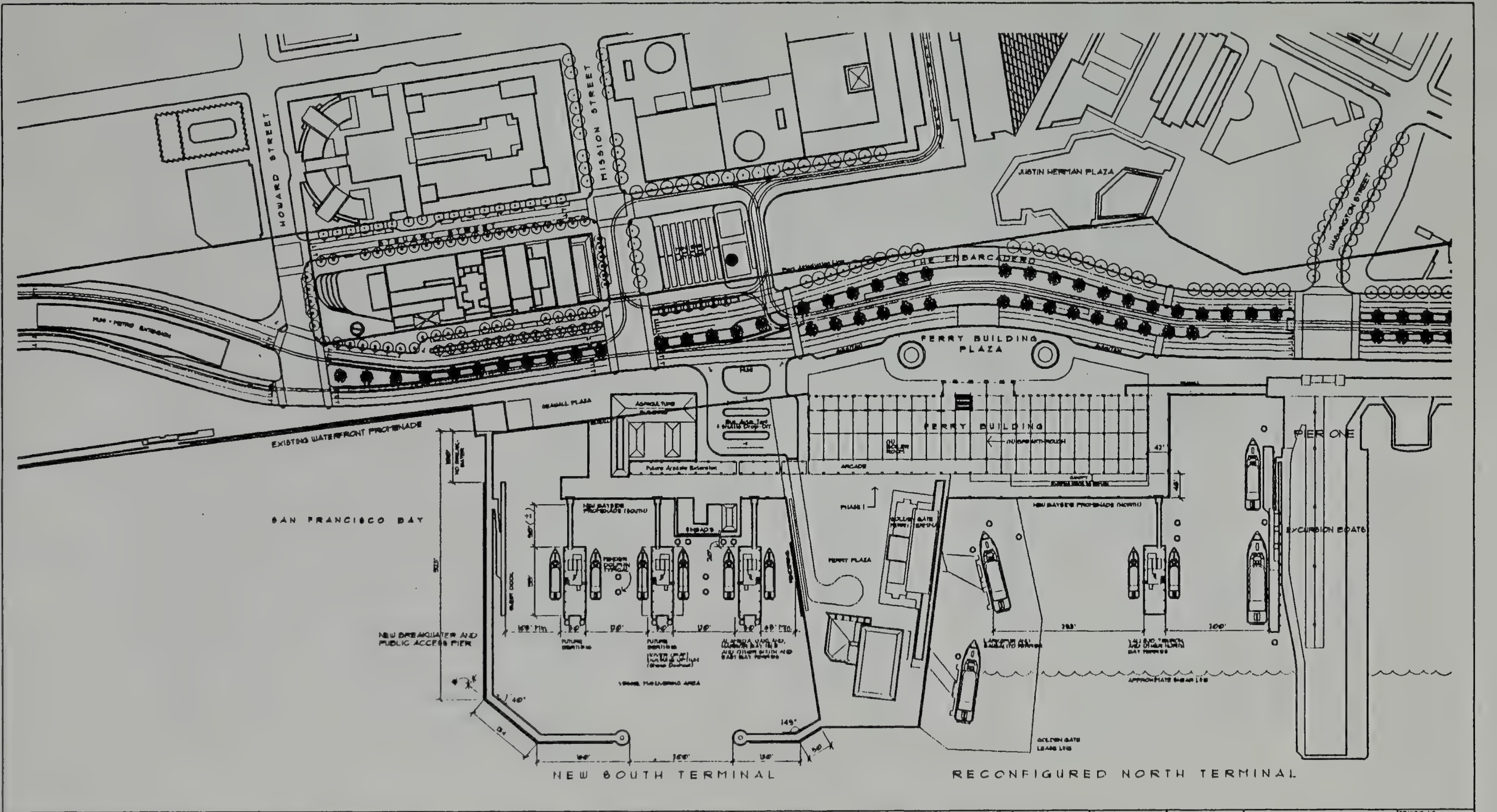
WHEREAS, the applicant, if selected, will enter into an agreement with the State of California to carry out the transportation enhancement activities project; now therefore be it

RESOLVED, that the Port of San Francisco, 1. Approves the filing of an application for the Transportation Enhancement Activities Program for an additional 20 feet of deck area along the bay side of the Ferry Building as part of the Downtown Ferry Terminal project; 2. Will provide $115,000 in previously awarded Proposition 116 bond funds for this project. 3. Certifies that this body will make adequate provisions for operation and maintenance of the project. 4. Appoints Dennis P. Bouey, Executive Director, as agent of the Port of San Francisco to conduct all negotiations, execute and submit all documents, including but not limited to application, agreements, amendments, payment requests and so on, which may be necessary for the completion of the aforementioned project.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 14, 1995.

____

Secretary


HOWARD STREET
MISSION STREET
WASHINGTON STREET
JUSTIN HERMAN PLAZA
THE EMBARCADERO
FERRY BUILDING PLAZA
FERRY BUILDING
ARCADE
Future Arcade Extension
SEAWALL PLAZA
EXISTING WATERFRONT PROMENADE
SAN FRANCISCO BAY
NEW BREAKWATER AND PUBLIC ACCESS PIER
NEW BAYSIDE PROMENADE (SOUTH)
NEW BAYSIDE PROMENADE (NORTH)
FUTURE BERTHING
FERRY PLAZA
PHASE I
GOLDEN GATE FERRY TERMINAL
GOLDEN GATE LEASE LINE
APPROXIMATE SHEAR LINE
PIER ONE
EXCURSION BOATS
NEW SOUTH TERMINAL
RECONFIGURED NORTH TERMINAL
42'
48'
100'
293'
120'
40'
149'
NORTH

DOWNTOWN FERRY TERMINAL
PORT OF SAN FRANCISCO

ROMA

CONSULTANTS

CONSULTANTS

SEAL/SIGNATURE

APPROVED BY
SAN FRANCISCO
PORT COMMISSION

DATE

CHIEF ENGINEER

REVISIONS NO.	DATE	DESCRIPTION	ISSUED FOR DATE	DESCRIPTION

DATE JUNE 27, 1988
DRAWN BY MT
CHECKED BY
PRINCIPAL IN CHARGE
JOB NO. [illegible]

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO
DEPARTMENT OF ENGINEERING

SHEET TITLE
MID-EMBARCADERO ROADWAY
STUDY ALTERNATE I

SCALE 1" = 60'

DRAWING NO.

SAN FRANCISCO PORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

BUSINESS-SCIENCE
DOCUMENTS DEPT.

JAN 12 1996

SAN FRANCISCO
PUBLIC LIBRARY

MINUTES OF THE MEETING
NOVEMBER 14, 1995

/95

1. ROLL CALL

Commission President Preston Cook called the meeting to order at 4:05 p.m. The following Commissioners were present: Preston Cook, Frankie Lee, Anne Halsted, Francis O'Neill and Michael Hardeman.

2. APPROVAL OF MINUTES - October 10, 1995

ACTION: Commissioner Lee moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the minutes of the meeting were adopted.

3. EXECUTIVE

DOCUMENTS DEPT.

JAN 12 1996

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A. Executive Director's Report

Mr. Bouey reported the following:

1) The Fisherman Wharf banners have been hung and so far, they have been very well received.

2) The Dickens Fair will be held at Pier 45, Shed "A" November 24 through December 31. 1988 was the last time this event was at this location.

3) The Port is chair of the Combined Charities this year; Carolyn Macmillan is the coordinator. Our goal is to increase last year's citywide participation of 11.68%. We have set a goal of 25%.

4) Mr. Bouey handed the Commission a copy of this year's Hood and Strong report, an audited statement for the FY 94-95. The Port ended with $3 million net profit. In January 1994, the Port faced a $2 to $2½ million deficit and lost over $4 million of cargo revenue in that fiscal year. To post a $3 million net profit is an extraordinary accomplishment of both the Commission and staff. Port staff hopes to avoid (which is why a 5-year financial plan was established) the wild swings that the Port has experienced in the past few years. Despite the loss of Evergreen, we expect this year to finish between $2 to $3 million in net fiscal profit, barring any extraordinary occurrence. The Port needs to make a profit in order to subsidize those industries and public access that we believe belong on the waterfront. He commended the Commission because without their support and direction the Port would not have been able to accomplish this milestone and also commended staff for their hard work.

Commissioner O'Neill stated that the Jeremiah O'Brien Liberty Ship was involved in making a film and thanked staff for cooperating with the filming of the Jeremiah O'Brien. This is a great opportunity to show off, in a major film endeavor, not only Jeremiah O'Brien but the Port of San Francisco.

Commissioner O'Neill mentioned a Bechtel Briefs article about artifacts recovered at the Muni turnaround. He suggested that perhaps the Port should get some of the artifacts for display at the Port. Mr. Bouey stated that he will have staff look into the matter and report back to the Commission.

Commissioner Halsted commented about the remarks made by a member of the Board of Supervisors regarding the Port contributing to the City's general fund. Mr. Bouey stated that he, too, has had a number of conversations with members of the Board regarding this issue and most are aware that under the Trust Provisions by which the Port manage this property, the Port is not allowed to contribute to the general fund.

B. Authorization for the Executive Director to Execute a Funding Cooperative Agreement with the Peninsula Joint Powers Board for Administration of a grant from the Federal Highway Administration under the Intermodal Surface Transportation Efficiency Act (ISTEA) for the Track Rehabilitation Project on the Peninsula Corridor Mainline. (Resolution No. 95-98)

Mr. Bouey stated that previously the Dept. of Transportation through ISTEA awarded \$6.5 million to the Port for a tunnel project. Subsequently, the JPB awarded \$1.8 million of Title 23 funds to the Port for that same project. Included in the tunnel project were improvements to the track and signalization system to provide a higher level of safety between passenger and freight trains. In February 1995, the Commission, for a number of reasons, approved the withdrawal of the Port's application for the tunnel project but asked staff to attempt to retain funds that might benefit the Port. ISTEA funds in the amount of \$2.4 million have been retained to fund the signalization and track improvements to provide more efficient rail service for our freight customers. For the \$2.4 million, the Port is being asked to act as the project sponsor; the JPB will be appointed to manage and deliver the project. The JPB will provide the matching funds and will indemnify the Port for the project. The Port, in turn, will indemnify the JPB that it will act according to the terms of the agreement. We hope this is the first piece of a two piece puzzle. The JPB has agreed to relinquish its rights to \$1.5 million in Title 23 funds which we hope will flow back to the Port for a project near the Ferry Building. Within the next 2-3 months, the Port will know whether it will acquire the \$1.5 million.

Commissioner O'Neill referred to page 2 of the package which states "... unforeseen environmental measures that the Port could not deliver this project within the deadline set by MTC." It was his understanding that the Port could have requested an extension to do our EIR which would have held our funds intact. Mr. Bouey responded that a major piece of the EIR had not been completed. The Port is under obligation, with regard to time, to expend those monies. If it hadn't expended the monies within the allotted time frame, it would have been defaulted on the grant.

ACTION: Commissioner Hardeman moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

4. LEGISLATIVE

5. TENANT & MARITIME SERVICES

A. Adoption of Revised Standard Form Landing Rights License Agreement for Common Carrier Ferry Service at Pier ½; adoption of Standard Form Landing Rights License for Casual Landings at Pier ½; approval of landing fees at Pier ½; and authorization to execute Landing Rights Licenses. (Resolution No. 95-91)

Mr. Bouey stated that the landing fees for Pier ½ are set on a break-even basis and fall into two categories: common carrier landings and casual landings. Staff performed an extensive analysis to determine what the revised fees should be. During the analysis, staff found that for the common carrier vessel landings the fixed fee was such that, against the 7 percent fee on food and beverage, staff never collected the percentage rent. At the same time, the flat rate fee that staff levied against casual landings was a better deal than what was extended to our tenants. Staff addressed these issues with a proposal that for common carrier vessel service, a flat fee would be charged on a sliding scale depending on the size of the ferry boat. For a casual landing license, a flat fee would be levied against percentage to equalize the market place between non-tenants using our facilities and our tenants who are in the excursion business. He also pointed out that staff has actually found that the total operating cost for this year is lower than last year and that the landing fees will be reduced for the companies that use Pier ½.

Commissioner O'Neill remarked that this encourages commuter use. Commissioner Cook was concerned about the break-even interpretation. He wanted to make sure that funds for future maintenance issues and emergencies are covered. Mr. Bennett replied to the affirmative and stated that since we now have two years experience, we are able to better estimate anticipated costs. Included in the cost analysis are reserves which are anticipated for repairs to the barge. Day-to-day operational expenses and direct personnel costs by Port staff have also been taken into account. Commissioner Cook asked for a description of casual landings and inquired who uses this facility. Mr. Bennett replied that casual landings are for unscheduled excursions, a form of entertainment and not for transportation. A mixture of existing tenants and non-Port tenants such as the Hornblower, Commodore, Pacific Marine, Red & White use Pier ½ to run these excursions.

Commissioner Cook inquired if these agreements have clauses favoring common carrier landings vs. casual. Mr. Bennett replied that common carrier have preferential landing rights.

ACTION: Commissioner O'Neill moved approval; Commissioner Halsted seconded the motion. All Commissioners were in favor; the resolution was adopted.

6. FACILITIES & OPERATIONS

A. Authorization to award the professional architectural and engineering services contract for Pier 52 Boat Ramp, Bait Shop & Cafe and Public Access Design to Arcus Architecture at a cost of $235,000. (Resolution No. 95-94)

Mr. Bouey stated that last summer the Commission authorized staff to issue an RFP for the design of Pier 52. Proposals were received from 14 firms; five of which were interviewed; they were either MBE or Joint Ventures with MBE. The selection panel selected Arcus Architecture. The estimated project cost is $1.7 million. The A&E contract also contains money for soil testing and topography.

Mr. Bouey also mentioned that an advisory group for Pier 52 has been appointed and asked Sharon Polledri, Director of Planning & Development, to give an overview of the advisory group. Ms. Polledri stated that the Pier 52 Advisory Group has met seven times over the last 10 weeks. The advisory group has been of great assistance to Port staff in refining the activities on the site. The Advisory Group will be formulating several alternatives for the A&E consultant team and will be involved in periodic review of the design concept. In August, the Advisory Group was appointed to provide early input and expertise in the water-oriented and eating facilities for the conceptualization of the project as outlined in the Waterfront Plan.

Commissioner Cook inquired about the design and construction time line. Ms. Polledri stated that this project will go out to bid next year and the construction completion date is scheduled for October 1996.

Commissioner Lee commended Port and HRC staff for seeking out small and qualified MBE firm. He knows the reputation of ARCUS Architecture and believes the firm will do a great job.

ACTION: Commissioner Halsted moved approval; Commissioner Lee seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Authorization to issue a contract for construction of escalators at the Pier 35 Passenger Terminal. (Resolution No. 95-95)

This item has been taken off the calendar.

7. PLANNING & DEVELOPMENT

8. ADMINISTRATION

9. CONSENT CALENDAR

ACTION: Commissioner Hardeman moved approval of all items except 9A; Commissioner O'Neill seconded the motion. All Commissioners were in favor; Items 9B, 9C, 9D, 9E and 9F on the consent calendar were adopted.

A. Request for approval for Executive Director to sign a dredging lease with the State Lands Commission which requires the Port to indemnify the State Lands Commission (Resolution No. 95-90)

Mr. Bouey stated that the Port needs permit authorization from State lands. They won't authorize unless the Port indemnifies the State. Legal Counsel Rob Maerz confirmed Mr. Bouey's interpretation. Commissioner O'Neill inquired if this puts the Port in the middle in case of future uses and will this come back to haunt us? Mr. Maerz stated that this relates to construction activities just as we would require the contractor to indemnify us. The indemnification will insulate us from any liability from the State Lands Commission as long as it is an enforceable indemnification.

ACTION: Commissioner Lee moved approval; Commission O'Neill seconded the motion. All Commissioners were in favor; the resolution was adopted.

B. Approval of Declaration of Emergency for contracted assistance to replace the deteriorated Agricultural Building Skylight. (Resolution No. 95-88)

C. Approval of Contract Amendment for Simon, Martin-Vegue Winkelstein, and Moris for graphic design and planning information on the Waterfront Plan and Poster (Resolution No. 95-89)

D. Approval of a lease with William Pollack dba No Starch Press at 401 Terry Francois Blvd. (Resolution No. 95-97)

E. Authorization for the Executive Director to apply, accept and expend $315,000 in grant funds from the Surface Transportation Program (STP FY 1997/98) for plaza enhancements serving ferry passengers at the intersection of Taylor Street and the Embarcadero Roadway and the intersection of Taylor Street, Powell Street and the Embarcadero Roadway. (Resolution No. 95-96)

F. Authorization for the Executive Director to apply, accept and expend $2.1 million in grant funds from the Surface Transportation Program (STP, FY 1997/98) for the construction of a north promenade and passenger weather protection (Resolution No. 95-92) and $1 million in grant funds from the Transportation Enhancement Activities (TEA, FY 96/97) for a bay side public access promenade along the northern wing of the Ferry Building as part of the Downtown Ferry Terminal. (Resolution No. 95-93)

10. NEW BUSINESS / PUBLIC COMMENT

Mr. Bruce Oka spoke regarding the F-line extension to Fisherman's Wharf and the ramps and/or lifts that are proposed for the various stop sites along the wharf. The Muni accessibility advisory committee has taken a stand that ramps can be placed instead of mechanical lifts. They want the ramps installed as it is more practical and more feasible than the mechanical lifts. Mechanical lifts require on-going maintenance. The Fisherman's Wharf Association and the Port want two lifts (one at Jefferson and Taylor and one at Jefferson and Powell). He doesn't see the need to put the lifts in these locations as there is adequate space for the ramps. They have walked these locations together with Muni staff and engineering staff and they see nothing in the drawings to indicate there won't be enough space to put the ramps in. It would not be financially practical to put the lifts in because Muni has trouble maintaining lifts. He'd like to see the Port Commission take a possible stance in support of these ramps and move on with the project. He hopes that this Commission goes on record as supporting the ramps.

Mr. Bob Planthold, head of Bart's Access Advisory Task Force and the Immediate Past President of Muni Access Committee, stated that mechanical lifts are not reliable. There have been many complaints that mechanical lifts do not make transit accessible. Lifts are not justified in terms of the space requirements. He claimed that their suggestion/solution was ignored by the Port. He suggested the Port pay attention to its tenants. The F-line is a great success story transit. He emphasized that lifts are not the way to go; ramps need to be constructed.

Commissioner Cook mentioned that the Commission is not aware of this issue and asked staff to inform the Commission of the issues. Mr. Bouey apologized for any mistake made by staff, whether real or perceived by Mr. Planthold and Mr. Oka, as that is not certainly our intention. While we are concerned with our tenants, we are also equally concerned with all who live here and use the waterfront. He hoped that they do not underestimate our commitment or our compassion in that regard. Muni Railway did discuss with the Port the issue of bus shelters and advertising. In that conversation, the Port indicated that it would be willing to work with Muni on the shelter but would like Muni to install lifts. Perhaps, our effort was misguided but at that point in time, it was thought lifts would be easier and less physically challenging. Mr. Cruz is working on this issue, we will re-analyze the issue and will return to the Commission when appropriate. He asked the two gentlemen to direct their comments to Emilio Cruz.

11. **EXECUTIVE SESSION**

At 4:45 p.m., the Commission Secretary announced that the Commission will withdraw to Executive Session to discuss the following matters:

A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR - ***This session is closed to any non-Port representative.***

Property: Port property located at Seawall Lot 344 adjacent to Cargo Way.
Person Negotiating: Port representative: James Lazarus, Director-Special Projects
AES Representative: Mark Woodruff

Under Negotiation: ____ Price ____ Terms of Payment _✓_ Both

An executive session has been calendared to discuss real property negotiations between the Port and AES, a California corporation, regarding Cogeneration Plant. This is specifically authorized under California Government Code Section 54956.8.

B. CONFERENCE WITH LEGAL COUNSEL REGARDING EXISTING LITIGATION AND ANTICIPATED LITIGATION MATTERS

(1) Joseph Messina v. CCSF, et al; CCSF v. Sea Products, et al
San Francisco Superior Court No. 960-166

(2) Johnson v. CCSF, et al; CCSF v. National Park Service et al
U.S. District Court No. 95-2675 SAW

(3) Initiation of Litigation pursuant to subdivision (c) of California Government Code Section 54956.9 (2 cases)

The City Attorney is of the opinion that based on existing facts and circumstances, discussion of existing litigation and anticipated litigation matters in open session would prejudice the legal position of the Port. An executive session is specifically authorized under California Government Code Section 54956.9(c).

C. Vote in open session on whether to disclose Executive Session discussions (S.F. Admin. Code Sec. 67.14)

At 6:00 p.m., Commissioners Cook, Lee, Halsted, O'Neill and Hardeman returned from Executive Session and convened in public session.

ACTION: Commissioner Halsted moved approval to not disclose any information discussed in the executive session; Commissioner Hardeman seconded the motion. All Commissioners were in favor.

The meeting was adjourned at 6:02 p.m.

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anceled

PORT OF SAN FRANCISCO

NOTICE OF CANCELLATION

/// Agenda

THE REGULAR PORT COMMISSION MEETING SCHEDULED FOR
TUESDAY, DECEMBER 12, 1995 AT 4:00 P.M.
IS HEREBY CANCELLED

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THE NEXT REGULAR PORT COMMISSION MEETING
IS SCHEDULED FOR

TUESDAY, JANUARY 9, 1996 at 4:00 p.m.

in the Port Commission Room
Suite 3100, Ferry Building
San Francisco, CA 94111
(415) 274-0406

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